

SOUTHERN FIBER LLC

440 BAYFRONT PARKWAY
PENSACOLA, FL 32501
(850) 434-1796

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****125.00 ****125.00

October 22, 1999

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed, please find Articles of Organization for Southern Fiber LLC and a check in the amount of \$125.00 for filing fees.

Should you have any questions, please contact me at (850) 434-1796.

Sincerely,



Brian D. Reece
Manager

FILED
99 OCT 28 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB-1-99

**ARTICLES OF ORGANIZATION
OF
SOUTHERN FIBER LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be SOUTHERN FIBER LLC, hereinafter the ("Company").

ARTICLE II- ADDRESS

The mailing address and street address of the principal office of the company is 440 Bayfront Parkway, Pensacola, Florida 32501.

ARTICLE III- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are as follows:

Brian Reece

440 Bayfront Parkway
Pensacola, FL 32501

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TALLAHASSEE, FLORIDA

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VI- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of

the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority/unanimous vote of all the remaining members.

ARTICLE VIII - MANAGEMENT

The company shall be managed by a manager in accordance with an Operating Agreement adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Danny Zimmern	109 E. Garden Street Pensacola, FL 32501
Brian Reece	440 Bayfront Parkway Pensacola, FL 32501

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TALLAHASSEE, FLORIDA

IN WHITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Pensacola, Florida, on October 22, 1999.



Brian Reece; Member/Manager