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October 21, 1999

VIA FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

000003028420--2  
-10/28/99-01076-013  
\*\*\*570.00 \*\*\*125.00

Re: Our File No. 98-21825  
Ezon/Halvorsen - Formation of HEF, Limited Liability Company

Gentlemen:

Enclosed please find two originally signed Articles of Organization for each of the following limited liability companies for filing.

1. HEP-8-CLER, L.C.
2. HEP-9-MURL, L.C.

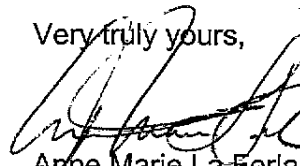
We have also enclosed our check number 22764 in the amount of Five Hundred Seventy and 00/100 (\$570.00) Dollars, representing the following fees related to each of the above listed companies:

Filing Fees:	\$250.00
Registered Agent Designation	\$ 35.00

Please forward a copy of each of the filed Articles of Organization to my attention. A self-addressed pre-paid envelope is enclosed for your convenience.

Please do not hesitate to contact me at (561) 395-1000 should you have any questions regarding the enclosed documents.

Very truly yours,

  
Anne Marie La Ferla  
Legal Assistant

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## **ARTICLES OF ORGANIZATION**

**OF**

**HEP-8-CLER, L.C.**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

### **ARTICLE I. NAME**

The name of the limited liability company is HEP-8-CLER, L.C. (the "Company").

### **ARTICLE II. ADDRESS**

The Company's principal street address and the Company's mailing address are:

c/o Halvorsen Holdings, Inc.  
33 S.E. 4<sup>th</sup> Street, Suite 100  
Boca Raton, Florida 33432  
Attention: Jeffrey T. Halvorsen, President

### **ARTICLE III. DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

### **ARTICLE IV. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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## ARTICLE V. REGISTERED AGENT AND OFFICE

The Company designates c/o Halvorsen Holdings, Inc., 33 S.E. 4<sup>th</sup> Street, Suite 100, Boca Raton, Florida 33432 as the street address of the initial registered office of the Company and names Jeffrey T. Halvorsen as the Company's initial registered agent at that address to accept service of process within this State.

## ARTICLE VI. ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

## ARTICLE VII. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Managers shall also have the rights and responsibilities described in the Regulations of the Company. The names and addresses of the initial Managers are as follows:

<u>Manager</u>	<u>Address</u>
Halvorsen Holdings, Inc., a Florida corporation	33 S.E. 4 <sup>th</sup> Street, Suite 100 Boca Raton, Florida 33432
Barry Gomez	c/o Ezon Florida, Inc. 1100 5 <sup>th</sup> Avenue South, Suite 401 Naples, Florida 34102
Bruce Gomez	c/o Ezon Florida, Inc. 1100 5 <sup>th</sup> Avenue South, Suite 401 Naples, Florida 34102

Such Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

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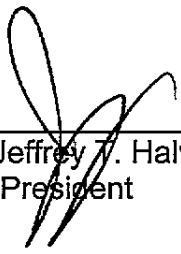
### ARTICLE VIII. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative, for the purposes of forming a limited liability company under the laws of the State of Florida, has executed these Articles of Organization this 12<sup>th</sup> day of October, 1999.

Halvorsen Holdings, Inc.,  
a Florida corporation

By: \_\_\_\_\_

  
Jeffrey T. Halvorsen  
President

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### ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.

  
\_\_\_\_\_  
Jeffrey T. Halvorsen  
Registered Agent

Dated: October 12, 1999

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