

Division of Corporations

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## Florida Department of State

Division of Corporations

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## LIMITED LIABILITY COMPANY

Family Tribute Center, L.L.C.

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| Certificate of Status | 0        |
| Certified Copy        | 1        |
| Page Count            | 04       |
| Estimated Charge      | \$155.00 |

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**ARTICLES OF ORGANIZATION  
OF  
FAMILY TRIBUTE CENTER, L.L.C.  
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

**ARTICLE I  
NAME**

The name of the Company is Family Tribute Center, L.L.C.

**ARTICLE II  
DURATION**

The existence of the Company shall commence as of the date these Articles of Organization are filed by the Department of State and shall continue perpetually from that date, unless earlier dissolved in accordance with the provisions of Article VI herein.

**ARTICLE III  
ADDRESS**

The mailing address and the street address of the principal office of the Company is 888 S.E. Third Avenue, Suite 501, Fort Lauderdale, Florida, 33316.

**ARTICLE IV  
INITIAL REGISTERED AGENT**

The name of the initial Registered Agent of the Company is James L. Berger, Esq., at 350 E. Las Olas Boulevard, Suite 1000, Fort Lauderdale, Florida, 33301.

Prepared by:  
James L. Berger, Esq.  
Berger Davis & Singerman  
350 E. Las Olas Blvd., #1000  
Fort Lauderdale, FL 33301  
Tel. No. 954-525-9900  
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**ARTICLE V**  
**ADDITIONAL MEMBERS**

Additional Members may be admitted to the Company only upon the unanimous written consent of all of the then existing Members of the Company, which consent may be unreasonably withheld.

**ARTICLE VI**  
**RIGHT OF REMAINING MEMBERS TO CONTINUE BUSINESS**

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless all of the remaining Members of the Company unanimously agree to continue the business of the Company.

**ARTICLE VII**  
**MANAGEMENT**

The management of the Company shall be vested in its managers which shall consist of one (1) or more individuals duly elected by the Members in the manner set forth in the Regulations of the Company. The names and addresses of the initial managers who are to serve as managers until the first annual meeting of the Members or until their successors shall have been duly elected and qualified are as follows:

| <u>Name</u>          | <u>Address</u>  |
|----------------------|---|
| M. AUSTIN FORMAN     | 888 Southeast Third Avenue, Suite 501<br>Fort Lauderdale, Florida 33316 |
| ALISON OLIVER        | 888 Southeast Third Avenue, Suite 501<br>Fort Lauderdale, Florida 33316 |
| ROBERT DEBELTRAND    | 6244 Crooked Creek Road, Suite B<br>Norcross, Georgia 30092             |
| CHRISTOPHER ESPOSITO | 6244 Crooked Creek Road, Suite B<br>Norcross, Georgia 30092             |

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**ARTICLE VIII**  
**REGULATIONS**

The regulation and management of the affairs of the Company shall be governed by the Regulations of the Company. The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members of the Company.

**ARTICLE IX**  
**AMENDMENTS**

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment requires the unanimous written consent of all of the Members of the Company.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization  
this 29 day of December, 1999

EDM ENTERPRISES, L.L.C.,  
a Georgia limited liability company, Member

By: [Signature]  
Name: Chris Esposito  
Title: Vice-President

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**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial Registered Agent of FAMILY TRIBUTE CENTER, L.L.C., as made in the foregoing Articles of Organization, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of FAMILY TRIBUTE CENTER, L.L.C.

Date: December 29, 1999

  
JAMES L. BERGER  
Initial Registered Agent

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