

L03000002870

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

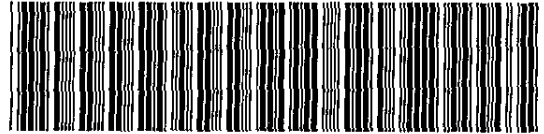
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 902019 7364571
AUTHORIZATION : *Patricia Pizant*
COST LIMIT : \$ 125.00

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ORDER DATE : January 21, 2003
ORDER TIME : 1:25 PM
ORDER NO. : 902019-001
CUSTOMER NO: 7364571

CUSTOMER: Mr. David W. Witherill
Mr. David W. Witherill
22481 Laguardia Ave.
Port Charlotte, FL 33952

DOMESTIC FILING

NAME: DICK PARNELL PAINTING LLC

EFFECTIVE DATE: _____

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

DICK PARNELL PAINTING LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

22481 LAGUARDIA AVE. PORT CHARLOTTE, FL 33952

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Corporation Service Company
 Name

1201 Hays Street
 Florida street address (P.O. Box **NOT** acceptable)

Tallahassee FL 32301
 City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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 registered agent as provided for in Chapter 608, F.S.

Corporation Service Company
 By: Deborah D Skipper Deborah D. Skipper
 Registered Agent's Signature Asst. V. Pres.

(An additional article must be added if an effective date is requested)

Deborah D Skipper
 Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DEBORAH D. SKIPPER
 Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

FILE
 2003 JAN 23 PM 2:41
 JUDICIAL DEPARTMENT
 TALLAHASSEE, FLORIDA

DICK PARNELL PAINTING LLC

MANAGING MEMBERS

RICHARD PARNELL

23350 JASON STREET
PORT CHARLOTTE, FL 33980

DAVID WITHERILL

22481 LAGUARDIA AVE.
PORT CHARLOTTE, FL 33956

RICHARD WITHERILL

22481 LAGUARDIA AVE.
PORT CHARLOTTE, FL 33952

ROSE WITHERILL

22481 LAGUARDIA AVE.
PORT CHARLOTTE, FL 33952

ANGELENE PARNELL

23350 JASON STREET
PORT CHARLOTTE, FL 33980

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LIMITED POWER OF ATTORNEY

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization **DICK PARNELL PAINTING LLC** (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this _____ day of _____, 2003.

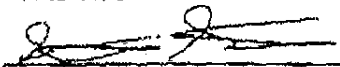


Signature

DAVID W. WITHERILL

Print Name of Signer

WITNESS:

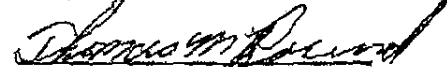


Signature

STEVEN STRANSKY

Print Name of Witness

WITNESS:



Signature

THOMAS M. ROUND

Print Name of Witness