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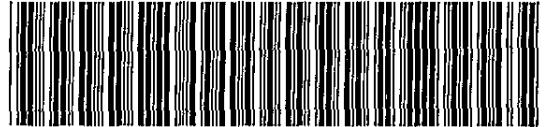
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J. BRYAN AUG 19 2004

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRICIA TADLOCK
DATE: 08-19-04
REF. #: 0958.29252
CORP. NAME: FRITZ FAMILY S.P., L.L.C.

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- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 509191 FOR \$ 160.00.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

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| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

FRITZ FAMILY S.P., L.L.C.

a Florida Limited Liability Company

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ARTICLE I
NAME

The name of this Limited Liability Company is

FRITZ FAMILY S.P., L.L.C., (the "Company").

ARTICLE II
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
ADDRESS

The mailing and physical street address of the Company's principal office and place of business is 160 N.W. 7th Street, Boca Raton, FL 33432.

ARTICLE IV
DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company on 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, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

**ARTICLE V
MANAGEMENT
MANAGER MANAGED**

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company. The initial Managers of this company are George J. Fritz is 160 N.W. 7th Street, Boca Raton, FL 33432; Kevin G. Fritz, whose business address is 5 Henning Drive, Fairfield, NJ 07004 and Robert G. Fritz, whose business address is 3 Garner Road, Bloomsbury, NJ 08804.

**ARTICLE VI
MEMBERS**

The names and addresses of the initial members are as follows:

George J. Fritz
160 N.W. 7th Street
Boca Raton, FL 33432

Matthew G. Fritz
4814 W. Bay Villa Ave.
Tampa, FL 33611

Dolores F. Seuwin
1217 - 76th Street North
St. Petersburg, FL 33710

Robert G. Fritz
3 Garner Road
Bloomsbury, NJ 08804

John C. Fritz
P.O. Box 1064
Lake Arrowhead,
CA 92352-1064

Kevin G. Fritz
5 Henning Drive
Fairfield, NJ 07004

Carol F. Long
PSCI Box 4656
A.P.O. , AE, 09009

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**ARTICLE VII
MEMBER VOTING**

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

**ARTICLE VIII
ADOPTION OF OPERATING AGREEMENT**

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE IX
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operating Agreement 160 N.W. 7th Street Boca Raton, FL 33432 permitting said amendment, at any annual or special meeting.

**ARTICLE X
DESIGNATION OF REGISTERED AGENT AND
ADDRESS OF REGISTERED AGENTS OFFICE**

The initial Registered Agent is designated as George J. Fritz. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

The street address of the initial registered office of this limited liability company in the State of Florida is 160 N.W. 7th Street, Boca Raton, FL 33432. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned

member or authorized representative of the member this 18th day of August, 2004.



GEORGE J. FRITZ

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**ACCEPTANCE OF REGISTERED AGENT
OF FRITZ FAMILY S.P., L.L.C.**

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of **FRITZ FAMILY S.P., L.L.C.**, George J. Fritz, the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

160 N.W. 7th Street
Boca Raton, FL 33432

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

Signed this 18th day of August, 2004.



GEORGE J. FRITZ

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