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April 8, 2005

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
2005 APR 11 PM 2:14  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Re: Marshall's Appliance Service, L.L.C. Articles of Organization

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization for Marshall's Appliance Service, L.L.C. and my client's check number 000273 in the amount of \$125.00 to cover the filing cost thereof.

Please file the original and return a copy to me along with the Certificate of Organization.

Respectfully,



DONALD W. YETTER, P.A.  
DWY/jlm

Enclosures

**THIS INSTRUMENT PREPARED BY:**  
**DONALD W. YETTER, Esquire**  
**1111 - Ninth Avenue West, Suite B**  
**Post Office Box 9335**  
**Bradenton, Florida 34206**  
**(941) 749-1402**

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**MARSHALL'S APPLIANCE SERVICE, L.L.C.**

**ARTICLE I - NAME**

**THE NAME OF THIS** Limited Liability Company shall be **MARSHALL'S APPLIANCE SERVICE, L.L.C.**

**ARTICLE II - ADDRESS**

**THE MAILING ADDRESS** and street address of the principal office of the Limited Liability Company shall be 210 North 18<sup>th</sup> Street West, Bradenton, Florida 34205.

**ARTICLE III - DURATION**

**THE PERIOD OF DURATION** for this Limited Liability Company shall be until (i) the death, retirement, resignation and/or dissolution of a member of the Limited Liability Company; (ii) the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company; (iii) the Limited Liability Company is dissolved in a manner provided by law; or (iv) as further provided in the regulations of the Limited Liability Company as adopted by the members. The members of the Limited Liability Company shall have a right to continue the business of the Limited Liability Company on the unanimous consent of the remaining members.

**ARTICLE IV - MANAGEMENT**

**THIS LIMITED LIABILITY COMPANY** is to be managed by "Managers" and the names and addresses of the persons or entities who are to serve as such Managers are:

**ROBIN A. MARSHALL**  
**210 North 18<sup>th</sup> Street West**  
**Bradenton, Florida 34205**

**ARTICLE V - MEMBERSHIP RESTRICTIONS**

**MEMBERS OF THE LIMITED** Liability Company shall have a right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of such members admission to this Limited Liability Company.

**A MEMBER'S INTEREST** in this Limited Liability Company may not be sold or otherwise transferred except with the unanimous written consent of all of the members of the Limited Liability Company.

**ON THE DEATH, RETIREMENT,** resignation or dissolution of a member of this Limited Liability Company, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members of the Limited Liability Company shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

**THE STREET ADDRESS** of the initial Registered Office of this Limited Liability Company is 210 North 18<sup>th</sup> Street West, Bradenton, Manatee County, Florida 34205. The name of the Limited Liability Company's initial Registered Agent at that address is **ROBIN A. MARSHALL**.

**THE UNDERSIGNED BEING** an original member of this Limited Liability Company certifies that this instrument constitutes the proposed Articles Of Organization of **MARSHALL'S APPLIANCE SERVICE, L.L.C.**

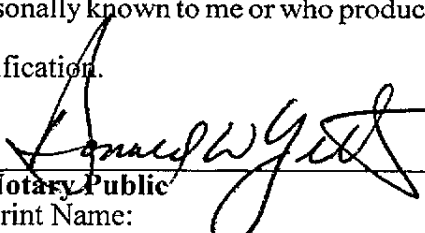
**EXECUTED BY THE** undersigned in Bradenton, Manatee County, Florida, on April \_\_, 2005.

  
\_\_\_\_\_  
**ROBIN A. MARSHALL**

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2005 APR 11 PM 2:14  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

**STATE OF FLORIDA  
COUNTY OF MANATEE**

THE FOREGOING instrument was acknowledged before me on this 8<sup>th</sup> day of April, 2005, by **ROBIN A. MARSHALL**, who is personally known to me or who produced a valid Drivers License issued by the State of Florida as identification.

  
\_\_\_\_\_  
Notary Public  
Print Name:  
My Commission Expires:  
My Commission Number:

FILED  
2005 APR 11 PM 2:14  
JIMMIE H. CORPORATION'S  
TALLAHASSEE, FLORIDA

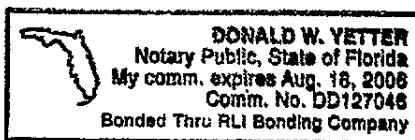
**ACCEPTANCE OF REGISTERED AGENT**

PURSUANT to Section 608.407(2), Florida Statutes, the following is submitted in compliance with said statute: That **MARSHALL'S APPLIANCE SERVICE, L.L.C.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the foregoing Articles Of Organization, in the County of Manatee, State of Florida, has named **ROBIN A. MARSHALL**, whose address is 210 North 18<sup>th</sup> Street West, Bradenton, Florida 34205, as its agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

HAVING been named to accept service of process for **MARSHALL'S APPLIANCE SERVICE, L.L.C.**, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said statute, relative to keeping open said office.

DATED: April 8, 2005.



REGISTERED AGENT:

  
\_\_\_\_\_  
**ROBIN A. MARSHALL**