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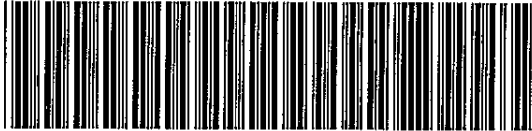
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SKELTON, WILLIS, BENNETT & WALLACE, LLP

ATTORNEYS AT LAW

259 THIRD STREET NORTH
ST. PETERSBURG, FLORIDA 33701
TELEPHONE: (727) 822-3907
TELEFAX: (727) 896-4100

JAMES P. BENNETT
PETER R. WALLACE
ROBERT H. WILLIS
ROBERT H. WILLIS, JR.

December 6, 2005

MAILING ADDRESS:
POST OFFICE DRAWER 30
ST. PETERSBURG, FL 33731

BYRON M. SKELTON (1891-1979)

PETER R. WALLACE
TELEPHONE EXT. 102
prw@swbwlaw.com

Via Federal Express Overnight Delivery

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

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Re: Articles of Organization of Quality Markets, LLC

Dear Sir or Madam:

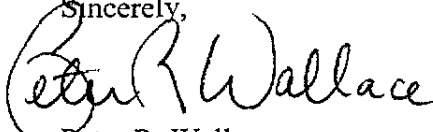
I have enclosed the original, fully executed Articles of Organization of Quality Markets, LLC, for filing with the Florida Department of State.

I have also enclosed a check in the amount of \$125.00 payable to the Department of State for the filing of the Articles of Organization and the Designation of Registered Agent.

Please return all correspondence concerning this matter to me at the above address. If there are questions or problems regarding this filing, please call me collect so that I may provide you with the information necessary to correct any deficiency.

Thank you for your assistance.

Sincerely,


Peter R. Wallace

Enclosures

ARTICLES OF ORGANIZATION

OF

QUALITY MARKETS, LLC

The Members who desire to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, by and through their authorized representative, do hereby adopt the following Articles of Organization and certify:

ARTICLE I: NAME

The name of the limited liability company is Quality Markets, LLC (the "**Limited Liability Company**").

ARTICLE II: ADDRESSES

The mailing address of the Limited Liability Company is 5501 Gulf Boulevard, Number 105, St. Pete Beach, Florida, 33706. The street address of the principal office of the Limited Liability Company is also 5501 Gulf Boulevard, Number 105, St. Pete Beach, Florida, 33706.

ARTICLE III: DURATION

The period of duration for the Limited Liability Company shall commence with December 5, 2005 (the "**Effective Date**") and shall continue perpetually, unless terminated (i) by the unanimous vote of all Members of the Limited Liability Company, or (ii) in accordance with the Limited Liability Company's Operating Agreement, if any; provided always, however, that upon any such termination event, the existence and business of the Limited Liability Company may be continued by amendment of these Articles of Organization or the Operating Agreement providing for the continued existence of the Limited Liability Company.

ARTICLE IV: PURPOSE

The purpose for which the Limited Liability 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.

ARTICLE V: REGISTERED AGENT AND OFFICE

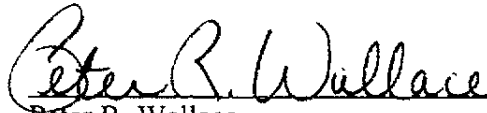
The name and the Florida street address of the registered agent are:

Peter R. Wallace
259 Third Street North
St. Petersburg, Florida 33701

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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, Florida Statutes.

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



Peter R. Wallace
Signature of Registered Agent
Accepting the Appointment

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ARTICLE VI: OPERATING AGREEMENT

Any Operating Agreement (as defined in Section 608.402(24), Florida Statutes) relating to the Limited Liability Company must be in writing and signed by all of the Members.

ARTICLE VII: MANAGEMENT

The Limited Liability Company shall be conducted, carried on and managed by at least one (1) Manager, who shall be elected annually by the Members of the Limited Liability Company in the manner prescribed by and provided in the Operating Agreement, if any, of the Limited Liability Company, or the laws of the State of Florida. The names and addresses of the initial two (2) Managers are:

Jeremy Morton, Managing Member
5501 Gulf Boulevard
Number 105
St. Pete Beach, Florida, 33706

Elaine Morton, Managing Member
5501 Gulf Boulevard
Number 105
St. Pete Beach, Florida, 33706

These Managers shall serve in this capacity until the first annual meeting of the Members or until their successor(s) is duly elected and qualified.

ARTICLE VIII: REGULATIONS

The power to adopt, alter, amend or repeal the Operating Agreement of the Limited Liability Company shall be vested in the Members of the Limited Liability Company.

ARTICLE IX: LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no Member of the Limited Liability Company shall be an agent for the Limited Liability Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Limited Liability Company solely by virtue of being a Member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act on December 6, 2005.

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

Peter R. Wallace

Peter R. Wallace
Signature of Authorized Representative
Executing the Articles of Organization

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The foregoing instrument was acknowledged before me this 6 day of December 2005 by Peter R. Wallace, who is personally known to me and who did take an oath.

Lori J. Emerson

Printed Name: Lori J. Emerson
Notary Public—State of Florida
My Commission Expires:

[Notary Seal or Stamp]

