

L000000001692

**ROSSWAY MOORE  
& TAYLOR**  
ATTORNEYS AND COUNSELORS AT LAW

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THE OAK POINT PROFESSIONAL CENTER  
5070 NORTH HIGHWAY A-1A  
SUITE 200  
VERO BEACH, FLORIDA 32963  
January 25, 2000

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\*ALSO ADMITTED IN  
THE DISTRICT OF COLUMBIA

500003116555--3  
-01/31/00-01112-023  
\*\*\*\*125.00 \*\*\*\*125.00

Secretary of State  
State of Florida  
Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

**RE: Marfione Custom Knives, L.L.C.**

W-3142

Dear Sir/Madam:

L-1692

In regard to the above, please find enclosed the Articles of Organization for filing with the Secretary of State's Office.

Our client's check in the amount of \$125.00 is also enclosed to cover your filing fee and the Registered Agent fee.

Thank you for your assistance.

Sincerely,

James A. Taylor, III

FILED  
00 FEB 15 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

LA  
2/15

JAT:sms\Clerk-2.SS

Encs.

CC: Mr. Anthony L. Marfione, w/enc.

7pgs

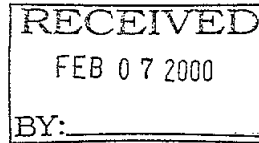


FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 3, 2000

JAMES A. TAYLOR, III  
ROSSWAY MOORE & TAYLOR  
5070 NORTH HIGHWAY A-1-A  
VERO BEACH, FL 32963



SUBJECT: MARFIONE CUSTOM KNIVES, L.L.C.  
Ref. Number: W00000003142

We have received your document for MARFIONE CUSTOM KNIVES, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 500A0000550

FILED  
00 FEB 15 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ROSSWAY MOORE  
& TAYLOR**  
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February 10, 2000

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\*ALSO ADMITTED IN  
THE DISTRICT OF COLUMBIA

Secretary of State  
State of Florida  
Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

**RE: *Marfione Custom Knives, L.L.C.***

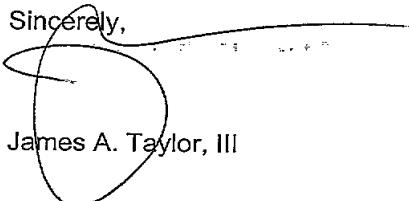
Dear Sir/Madam:

In regard to the above, and in response to your letter dated February 3, 2000, a copy of which is enclosed, please find enclosed an original and one copy of the revised Articles of Incorporation for filing with the Secretary of State's Office.

This firm's check in the amount of \$125.00 was previously forwarded to your office to cover the filing fee and the Registered Agent fee.

Thank you for your assistance.

Sincerely,

  
James A. Taylor, III

**FILED**  
00 FEB 15 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

JAT:sms\Corp\SecState-Inc.L3

Encs.

CC: *Marfione Custom Knives, L.L.C.*, w/encs.

**ARTICLES OF ORGANIZATION**  
**FOR**  
**MARFIONE CUSTOM KNIVES, L.L.C.**

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1. **ARTICLES OF ORGANIZATION.**

**ARTICLE I**  
**NAME**

The name of the Limited Liability Company is as follows:

**MARFIONE CUSTOM KNIVES, L.L.C.**

**ARTICLE II**  
**ADDRESS**

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

**932 - 36<sup>th</sup> Court, S.W., Vero Beach, Florida 32968**

**ARTICLE III**  
**DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**FILED**  
00 FEB 15 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE IV  
MANAGEMENT**

The Limited Liability Company is to be managed by the members and the names and address of the managing member is as follows:

**ANTHONY MARFIONE**  
932 - 36<sup>th</sup> Court, S.W.  
Vero Beach, Florida 32968.

**ARTICLE V  
ADMISSION OF ADDITIONAL MEMBERS**

The right of the members to admit additional members and the terms and conditions of the admissions shall be as follows:

All of the members named herein, unless they have been expelled or have filed bankruptcy or have withdrawn, retired, or died, shall collectively and only by unanimous consent agree to the admission of new members. Further restrictions on the admission of new members are to be set forth in a later executed agreement between the members.

**FILED**  
00 FEB 15 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE VI  
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The remaining member or members of the Limited Liability Company have the right to continue the business 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 in the Limited Liability Company.

**ARTICLE VII  
PURPOSE**

This Limited Liability Company has been formed by the members for the purpose of undertaking any and all lawful business enterprises and ventures and

for all other legal purposes that the members may elect from time to time to put the said Limited Liability Company.

**ARTICLE VIII**  
**AMENDMENTS**

Amendments to these Articles of Organization shall be effected in accordance with Chapter 608, *Florida Statutes*.

**ARTICLE IX**  
**GOVERNANCE AND OPERATION**

This Limited Liability Company shall be governed by the members in accordance with and pursuant to a later executed agreement between the members.

IN WITNESS WHEREOF, the undersigned members have caused these presents to be executed on the date set forth below.

  
\_\_\_\_\_  
ANTHONY MARFIONE

  
\_\_\_\_\_  
SUSAN MARFIONE

Date: January 26, 2000

00 FEB 15 PM 12:35  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2. **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/  
REGISTERED OFFICE.**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415  
OR 608.507, *FLORIDA STATUTES*, THE UNDERSIGNED  
LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED AGENT/REGISTERED OFFICE IN THE  
STATE OF FLORIDA.

1. The name of the Limited Liability Company is: **MARFIONE  
CUSTOM KNIVES, L.L.C.**
2. The name and address of the Registered Agent and Office is as  
follows:

**ANTHONY MARFIONE  
932 - 36<sup>th</sup> Court, S.W.  
Vero Beach, Florida 32968**

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.

  
\_\_\_\_\_  
**ANTHONY MARFIONE**

Date: January 26, 2000

00 FEB 15 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FILED**