

FEB-28-00 06:12PM

FROM: PEOPLE FINANCIAL

9419254

T-34

F-424

Divis

L00000002257

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000009049 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : J.H. ACCOUNTING SERVICES, INC.
Account Number : I19990000041
Phone : (941) 923-0964
Fax Number : (941) 925-4874

LIMITED LIABILITY COMPANY

Product Innovations International, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

AL

Electronic Filing Menu

Corporate Filing

Public Access Help

PRODUCT INNOVATIONS INTERNATIONAL, LIMITED LIABILITY COMPANY**ARTICLES OF ORGANIZATION**

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO Florida Statute §608.407, do hereby state and certify the following:

1. The name of the Liability Company shall be Product Innovations International, L.L.C.
2. The registered office of the company is located at 5777 Beneva Road South, city of Sarasota, State of Florida. Its registered agent is Daniel L. Prewett for service of Process.
3. The principal place of business of the Company is located at 100 East Tarpon Avenue, city of Tarpon Springs, State of Florida.
4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named state.
5. The duration of the company shall be perpetual.
6. Indemnification.

- A. The company shall indemnify any person who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member or employee of the company, or is or was serving at the request of the company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or

00 FEB 29 AM 10:00

OFFICE OF THE
CLERK OF THE
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

H000000090498

she reasonably believed to be in, or at least not opposed to, the best interest of the company.

B. The foregoing indemnification shall not apply in the case of an action, suit or proceeding instituted by one or more members of the company, if the claim, matter or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties and amounts paid in settlement as determined by the court.

C. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the company.

7. Composition of management. The management of the company will be vested in a board of managers, consisting of a number not more than one, who is required to be a member of the company, designated in accordance with the terms of the company operating agreement.

8. The name and address of the Manager of the Company is as follows:

Peter Griffin, 1004 Riverside Dr., Tarpon Springs, FL 34689

9. The names, addresses and percent of ownership of the Members of the Company is as follows:

Member	Address	% ownership
Vincent J. Lundberg	739 N. Pinellas Ave. Tarpon Springs, FL 34689	33%
Michael Krechmar	29250 US19 North, Lot 8 Sarasota, FL 33761	33%

H0000000 90498

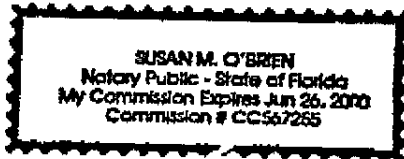
Peter Griffin	1004 Riverside Dr. Tarpon Springs, FL 34689	33%
Daniel L. Prewett	5777 Beneva Road South Sarasota, FL 34233	1%

10. The company shall have the right to add additional members according to the terms of the Operating Agreement.
11. The members may only continue business upon an event of dissolution only according to the terms of the Operating Agreement.
12. The company shall be initially organized with at least two members


Peter Griffin, Managing Member

STATE OF FLORIDA)
) §
COUNTY OF SARASOTA)

On the 28th day of February, 2000, personally appeared before me Peter Griffin, the signer of the within instrument, who duly acknowledged to me that he executed the same.




Notary Public

STATE OF FLORIDA DEPARTMENT OF STATE

The following is submitted, in compliance with Florida Statutes §608.

Having been named as registered agent and to accept service of process for the above state 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 Florida Statute §608.


Daniel L. Prewett, Registered Agent

400000009049 8