

L000000005148

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\*BOARD CERTIFIED REAL ESTATE LAWYER

OF COUNSEL  
DAVID B. ERWIN  
A.J. JIM SPALLA

REPLY TO:

Tallahassee

05 May 2000

GALLIE'S HALL  
225 SOUTH ADAMS STREET, SUITE 200  
POST OFFICE BOX 1833  
TALLAHASSEE, FLORIDA 32302-1833  
TELEPHONE (850) 222-7206  
TELECOPIER (850) 561-6834

SUNTRUST BUILDING  
801 LAUREL OAK DRIVE, SUITE 300  
POST OFFICE BOX 7907  
NAPLES, FLORIDA 34101-7907  
TELEPHONE (941) 597-2814  
TELECOPIER (941) 597-1060

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

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-05/05/00--01052--018  
\*\*\*\*130.00 \*\*\*\*130.00

RE: Fleet Brighteners, LLC Organizational Filing

Dear Sir or Madam:

L-5148

Attached for filing please find a signed original of the Articles of Organization and Designation of Registered Agent for Fleet Brighteners, LLC, along with a firm check in the amount of \$130.00 to cover the filing fees associated with same and for a Certificate of Status.

Additionally, assuming the documents are approved for filing, please do me the favor of date stamping the attached copies of certain pages of same for our records-keeping purposes and drop them in the mail in the SASE enclosed for this purpose.

Please call with any questions.

Sincerely,



Tim Franklin

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00 MAY -5 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PS: Please note that the LLC has applied for a Federal Identification Number and will be providing same to your office under separate cover when received.

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00 MAY -5 PM 2:58  
TALLAHASSEE FLORIDA  
DIVISION OF CORPORATIONS

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## ARTICLES OF ORGANIZATION

of

### **“Fleet Brighteners, LLC”**

The undersigned, desiring to form a Limited Liability Company pursuant to the Florida Limited Liability Company Act (“Act”), does hereby certify as follows:

I. **NAME.** The name of the limited liability company formed pursuant hereto shall be at all times the **Fleet Brighteners, LLC** (“Company”).

II. **PURPOSE AND POWERS.** The Company shall be organized for the purpose of conducting any lawful business, and shall have the same powers as an individual to do all things necessary or convenient to carry out the Company’s purpose, business and affairs.

III. **DURATION.** The Company’s term shall commence as of the filing of these Articles with the Secretary of State of Florida and shall be perpetual unless dissolved sooner upon the happening of any mandatory dissolution event as according to the Act or Operating Agreement of the Company.

IV. **ADDRESS.** The business of the Company shall be principally conducted at and all correspondence shall be directed to:

Fleet Brighteners, LLC  
5714 Japonica Court  
Tallahassee, Florida 32203

V. **AGENT.** The Registered Agent of the Company shall be: Tim Franklin, Esq., whose street address is 225 South Adams Street - Suite 200, Tallahassee, Florida 32302-1833 as according to the “Certificate of Designation of Registered Agent/Office” of the Company, which is attached hereto and made a part hereof by reference.

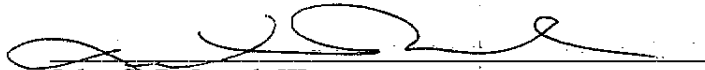
VI. **ADDITIONAL MEMBERS.** Additional Members may be admitted as according to the Operating Agreement; and, where applicable, only when the sale, transfer or other disposition of all or any part of a Membership interest:

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TALLAHASSEE FLORIDA

- (1) would not result in the termination of the Company under the Act or within the meaning of section 708 of the Internal Revenue Code of 1986, as amended;
- (2) would be exempt from requirements of applicable state and federal securities laws as determined to the satisfaction of the Manager; and
- (3) after any information reasonably required to execute the sale, transfer, or other disposition is provided to the Manager.

**VII. MANAGEMENT.** Management of the Company shall be delegated to a Manager who shall be appointed pursuant to the Act and Company Operating Agreement. No Member not a Manager has any inherent express, implied or apparent authority to bind the Company and Members may only take such actions or make such decisions as may be expressly authorized by the Operating Agreement or pursuant to a certificate of authority or agency executed by the Manager. Any acts, promises or assurances or the like given by a Member not in accordance with these Articles are null and void ab initio and should not be relied upon by another Member, the Manager, or third party as the case may be.

**IN WITNESS WHEREOF**, and certifying knowledge of, and compliance with, section 608.408, Florida Statutes (1999), and certifying that the Company has at least one Member, I hereunto subscribe my name to these Articles of Organization of Fleet Brighteners, LLC, this 5<sup>th</sup> day of May, 2000.

  
John G. DeLoach III  
Organizer and Manager

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00 MAY -5 PM 3:19  
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

of

**“Fleet Brighteners, LLC”**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES (1999), THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

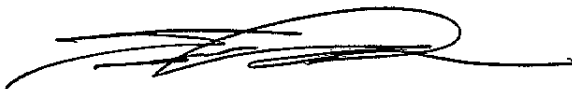
**“Fleet Brighteners, LLC**

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

**Tim Franklin, Esq.  
C/O: Young, van Assenderp, Varnadoe & Anderson, P.A.  
225 South Adams Street, Suite 200  
Tallahassee, Florida 32302-1833**

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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.*

  
\_\_\_\_\_  
Tim Franklin, Esq.