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SARASOTA • VENICE

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May 10, 2000

TRANSMITTAL LETTER

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(941) 484-0067

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Formation of Limited Liability Company

ERB SUPPLY, L.L.C.

Enclosed is an original and one (1) copy of Articles of Organization, an original and one (1) copy of the Registered Agent Designation, and a check for \$125.00 for Articles of Organization and Registered Agent Designation.

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****125.00 ****125.00

FROM: H. Greg Lee, Esq.
2014 Fourth Street
Sarasota, Florida 34237
(941) 954-0067

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION OF
ERB SUPPLY, L.L.C.
a Florida Limited Liability Company**

**ARTICLE I
NAME**

The name of this Limited Liability Company is ERB SUPPLY, L.L.C., (the "Company").

**ARTICLE II
PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III
ADDRESS**

The mailing and street address of the Company's principal place of business is
Physical address: 2129 Linwood Drive, Sarasota, Florida 34232. Mailing address: P.O. Box 7995,
Sarasota, Florida 34278.

**ARTICLE IV
DURATION**

The Company's existence shall commence on the date of filing and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

**ARTICLE V
MANAGEMENT**

The Company shall be managed by two Managers. The managers shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

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**ARTICLE VI
MANAGER MANAGEMENT**

The name and address of the Managing Members are:

Samuel S. Erb	2129 Linwood Drive	Sarasota, Florida 34232
Sara Ann Erb	2129 Linwood Drive	Sarasota, Florida 34232

**ARTICLE VII
MEMBERS**

The names and addresses of the initial members are as follows:

Samuel S. Erb	2129 Linwood Drive	Sarasota, Florida 34232
Sara Ann Erb	2129 Linwood Drive	Sarasota, Florida 34232
Stacy Renee Erb	2129 Linwood Drive	Sarasota, Florida 34232
Stephanie Lynn Erb	2129 Linwood Drive	Sarasota, Florida 34232

**ARTICLE VIII
ADMISSION OF NEW MEMBERS**

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

**ARTICLE IX
CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION
AND MEMBER VOTING**

A. Initial Contributions. The total amount of cash or property to be initially contributed by each of the initial members of the of the Company is as follows:

<u>Name</u>	<u>Percentage</u>
Samuel S. Erb	26%
Sara Ann Erb	26%
Stacy Renee Erb	24%
Stephanie Lynn Erb	24%

B. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

C. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

D. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE X ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

ARTICLE XI AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

ARTICLE XII INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 2129 Linwood Drive, Sarasota, Florida 34232. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida

The initial Registered Agent is designated as Samuel S. Erb. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 3 day of May, 2000.

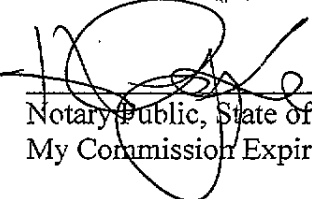
AUTHORIZED REPRESENTATIVE


SAMUEL S. ERB

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 3 day of May, 2000, by SAMUEL S. ERB as Authorized Representative of ERB SUPPLY, L.L.C., who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.



Notary Public, State of Florida
My Commission Expires:



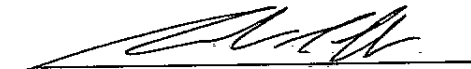
H. Greg Lee
MY COMMISSION # CC802967 EXPIRES
January 19, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
00 MAY 15 PM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby state that he is familiar with, and accepts the obligations or his position as Registered Agent and designates as his location for service of process as:

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)
SAMUEL S. ERB

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00 MAY 15 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA