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Florida Department of State

Division of Corporations

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Fax Number : (850) 922-4003

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1540

LIMITED LIABILITY COMPANY

S & R ENTERPRISES, LLC

Certificate of Status	0
Certified Copy	0
Page Count	10
Estimated Charge	\$125.00

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TALLAHASSEE, FLORIDA

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05/23/2000 11:06 CCRS → 9224003
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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May 23, 2000

CORPORATE & CRIMINAL RESEARCH SERVICES

SUBJECT: S & R ENTERPRISES, LLC
REF: W00000013227

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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) 487-6043.

Shawn Logan
Document Specialist

FAX Aud. #: H00000027983
Letter Number: 800A00029133

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**S & R Enterprises, LLC,
a Florida Limited Liability Company**

Articles of Organization

The undersigned hereby execute and acknowledge the following Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida Act.

ARTICLE I

Name of LLC

The name of the limited liability company is S & R Enterprises, LLC.

ARTICLE II

Address of Principal Place of Business

The mailing address and street address of the company's principal place of business in this state is 2040 Oriole Drive, Sarasota, Florida 34239-3727.

ARTICLE III

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the initial registered agent of the Limited Liability company are:

Stephen B. Svirskey
2040 Oriole Drive
Sarasota, Florida 34239-3727

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ARTICLE IV

Name and Address of The Organizer

The name and business address of the organizer is:

Stephen B. Svirsky
2040 Oriole Drive
Sarasota, Florida 34239-3727

ARTICLE V

DURATION

The date and time when the existence of the limited liability company shall commence shall be the date of filing of these Articles with the Department of State. This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VI

Form of Management

The management of S & R Enterprises, LLC. shall be vested in the members. The names and street addresses of the members are:

Stephen B. Svirsky and Elizabeth Svirsky
2040 Oriole Drive
Sarasota, Florida 34239-3727

50%

Ramsey Frangie
3521 Almeria St.
Sarasota, Florida 34239-3727

50%

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ARTICLE VII

Voting

Each percentage of membership interest has one vote on each matter on which the membership interest is entitled to vote. Cumulative voting is not allowed. With respect to any matter, other than the election of the Managers, for which the affirmative vote of the holders of a specified portion of the membership interest entitled to vote is required by the State of Florida Limited Liability Company Act, and notwithstanding that such Act may require a portion of the membership interest entitled to vote that exceeds that specified in this Article, the act of the Members on that matter shall be the affirmative vote of the holders of a majority of the membership interest entitled to vote on that matter, rather than the affirmative vote otherwise required by such Act.

ARTICLE VIII

Company Actions

(a) Any action required by the State of Florida Limited Liability Company Act, and any amendments to that act, shall be taken at any annual or special meeting of Members of the Limited Liability Company.

(b) Or any action which may be taken at any annual or special meeting of Members of the Limited Liability Company, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interest entitled to vote on the action were present and voted.

(c) Any such written consent must be dated, signed and delivered in the manner required by, and shall be effective for the period specified by the State of Florida Limited Liability Company Act, and any amendments thereto, and the taking of any

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such action by written consent shall be subject to satisfaction of all applicable requirements of such Act.

(d) Prompt notice of the taking of any action by Members without a meeting by less than unanimous written consent shall be given to those Members who did not consent in writing to the action.

ARTICLE IX

Indemnification

(a) The company shall indemnify every manager, and the manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the manager, as well as against any amount paid upon a judgment in connection with any action, suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this limited liability company.

(b) This indemnification is being given because the manager(s) will be requested by the company to act for and on behalf of the company and for the company's benefit.

(c) This indemnification is not exclusive of other rights to which the manager(s) may be entitled.

(d) The manager(s) are entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these articles.

(e) A manager shall be liable to the company for the following actions:

(1) Any breach of his or her duty of loyalty to the company, or to its members;

(2) An act or omission that was taken in bad faith and which constitutes a breach of the Manager's duty to the company by an act that is grossly negligent, malicious, or intentional, as those terms are defined at law;

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(3) A transaction in which the manager benefits to the detriment of the company or its members.

(4) An action for which the manager is liable at law and for which an indemnification is not allowed.

ARTICLE X

Purpose

The purpose for which this limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of the State of Florida, including, but not limited to, the following:

(a) To carry on any business or any other legal or lawful activity allowed by law;

(b) To acquire, own, use, convey, and otherwise dispose of and deal in real or personal property or any interest in such property;

(c) To do such other acts as are incidental to the foregoing or desirable in order to accomplish the purpose for which the company was formed;

(d) To have and exercise all rights and powers that are now or may hereafter be granted to a limited liability company by law.

The foregoing shall be construed as objects, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner the powers hereafter conferred on this limited liability company by the laws of the State of Florida.

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ARTICLE XI**Right To Continue Business**

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in S & R Enterprises, LLC, the remaining members have the right under the operating agreement to continue the business of S & R Enterprises, LLC.

ARTICLE XII**Treatment as Partnership**

S & R Enterprises, LLC is intended to be treated as a partnership for purposes of federal income taxation.

ARTICLE XIII**Certificate of Membership; Transferability of Certificate**

A member's interest in S & R Enterprises, LLC may be evidenced by a certificate of membership interest signed by a member-manager, which may be assigned or transferred. The right to assign or transfer a member's interest in S & R Enterprises, LLC is limited by the provisions of the Operating Agreement.

ARTICLE XIV**Capital and Additional Members**

Members shall be required to make additional contributions to the capital of the company. Additional members shall be admitted upon the written consent of all the members. There are no preemptive rights on behalf of any Member.

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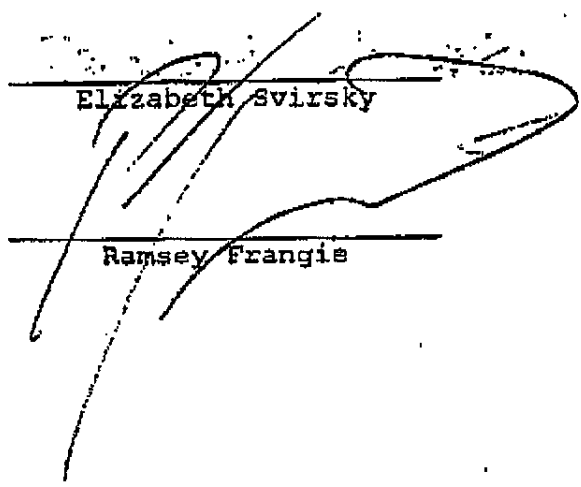
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S & A ENTERPRISES, LLC
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22nd IN WITNESS WHEREOF, we have hereunto set our hands on this
day of May, 2000.


Stephen B. Svirsky


Elizabeth Svirsky


Ramsey Frangie

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Articles of Organization

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND OFFICE**

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STATE OF FLORIDA
COUNTY OF SARASOTA

Pursuant to the provisions of Sections 608.415 and 608.507 of the Florida Statutes, the undersigned limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is: S & R ENTERPRISES, LLC

The name of the registered agent for S & R ENTERPRISES, LLC is STEPHEN B. SVIRSKY and the street address of the company's principal office where the agent is located is 2040 Oriole Drive, Sarasota, Florida, 34239-3727.


This statement is to acknowledge that, as indicated above, S & R ENTERPRISES, LLC has appointed me, STEPHEN B. SVIRSKY, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated May 22, 2000.


STEPHEN B. SVIRSKY

STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 22nd day of May, 2000 by STEPHEN B. SVIRSKY, as registered agent, on behalf of S & R ENTERPRISES, LLC, a limited liability company, who is (Notary choose one) [X] personally known to me, or [] who has produced _____ as identification.


Signature of Notary Public
Printed name of Notary Public
My Commission expires:

REM:jan\3391-144
Declaration of Registered Agent

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