

DIVISION OF CORPORATIONS

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

From: Account Name : O'HAIRE, QUINN, CANDLER, CHARTERED
Account Number : 073077002560
Phone : (561) 231-6900
Fax Number : (561) 231-9729

LIMITED LIABILITY COMPANY**S & S HOLDINGS, L.L.C.**

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 9, 2000

O'HAIRE QUINN CANDLER CHARTERED

SUBJECT: S & S HOLDINGS, L.L.C.
REF: W00000014656

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.

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Shawn Logan
Document Specialist

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ARTICLES OF ORGANIZATION
OF S & S HOLDINGS, L.L.C.

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I
NAME

The name of this limited liability company shall be S & S HOLDINGS, L.L.C.

ARTICLE II
DURATION

This limited liability company shall exist perpetually.

ARTICLE III
PURPOSES AND POWERS

The general purpose for which this company is organized is to engage in the business of owning, holding, managing and renting real and personal property, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV
PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this limited liability company shall be located at 22 San Luis Obispo, Ft. Pierce, Florida 34951.

ARTICLE V
MANAGEMENT

Management of this limited liability company is reserved to the members and the names and addresses of the managing members are:

This instrument prepared by:
Michael O'Haire
Fla. Bar No. 0059698
O'Haire, Quinn & Candler, Chartered
3111 Cardinal Dr.
Vero Beach, FL 32963
(561) 231-6900
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Barbara J. Sawyer
22 San Luis Obispo
Ft. Pierce, FL 34951

M. Catherine Strazza
P. O. Box 1720
Ketchum, Idaho 83340


ARTICLE VI
INITIAL REGISTERED AGENT

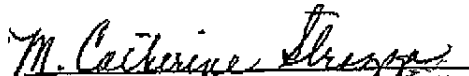
The address of the initial registered office of the limited liability company is 3111 Cardinal Drive, City of Vero Beach, County of Indian River, State of Florida, 32963, and the name of its initial registered agent at such address is Michael O'Haire.

ARTICLE VII
RESTRICTIONS ON MEMBERSHIP

No additional members may be admitted to the Company except with the unanimous written consent of all of the members of the Company and upon such terms and conditions as shall be determined by all of the members. A member may transfer that member's interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the other members of the Company, approve the proposed transfer by unanimous written consent. The remaining members of the limited liability company shall have the right to continue any business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned members hereby subscribe these Articles of Organization and, in accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


BARBARA J. SAWYER, MEMBER


M. CATHERINE STRAZZA, MEMBER

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ACCEPTANCE OF REGISTERED AGENT
OF S & S HOLDINGS, L.L.C.

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 as provided for in Chapter 608, Florida Statutes.



Michael O'Haire
Registered Agent

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