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STEPHEN H. ARTMAN, P.A.

Attorney at Law

Stephen H. Artman
R. Mark Fore

908 South Florida Avenue
Suite 102, Colonial Building
Lakeland, FL 33803
(863) 688-5252
(863) 688-5055 FAX

July 7, 2000

Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

RE: AA INDUSTRIAL SUPPLY, LIMITED LIABILITY COMPANY

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above-referenced Limited Liability Company. Also enclosed please find our check in the amount of \$133.75 for filing fee.

Please file the Articles of Organization and return a certified copy to our office.

Thank you for your kind attention to this matter.

Sincerely,


STEPHEN H. ARTMAN

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| Name | Enclosures |
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| Document Availability | |
| Document Examiner | DCC |
| Notarizer | DCC |
| Notarizer Verifier | DCC |
| Acknowledgement | DCC |
| W. P. Verifier | DCC |

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G. TAX _____
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 00 JUL 17 AM 10:38
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

L00000008424

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*Stephen H. Artman
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*908 South Florida Avenue
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Lakeland, FL 33803
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July 14, 2000

Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

RE: AA INDUSTRIAL SUPPLY, LIMITED LIABILITY COMPANY

Dear Sir or Madam:

Enclosed please find our check in the sum of \$21.25 for the additional amount needed for filing fee.

Thank you for your kind attention to this matter.

Sincerely,


Cricket Hudson
Legal Assistant

/ch
Enclosures

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**ARTICLES OF ORGANIZATION OF
AA INDUSTRIAL SUPPLY, LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is **"AA INDUSTRIAL SUPPLY, LIMITED LIABILITY COMPANY."**

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: **604 North Prairie Industrial Parkway, Mulberry, Florida 33860.**

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be: **Perpetual existence.**

ARTICLE IV — Management:

The LLC is to be managed by the members and the names and addresses of the Managing Member(s) are:

**Anita M. Schultz
604 N. Prairie Industrial Parkway
Mulberry, Florida 33860**

**Ann M. Schultz
604 N. Prairie Industrial Parkway
Mulberry, Florida 33860**

ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted at such times and on such terms and conditions as all members may unanimously agree and as provided in the Regulations of the Company.

ARTICLE VI — Members' Rights to Continue Business:

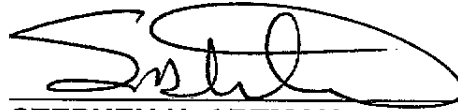
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members of the Company may continue the business upon termination of membership of a member in the Company upon majority agreement and as provided in the Regulations of the Company.

ARTICLE VII — Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 7th day of July, 2000..



STEPHEN H. ARTMAN

**Signature of an authorized
representative of a member
executing the Articles of Organization.**

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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00 JUL 17 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is:

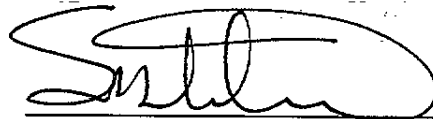
AA INDUSTRIAL SUPPLY, LIMITED LIABILITY COMPANY

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

**STEPHEN H. ARTMAN
908 South Florida Avenue, Suite 102
Lakeland, Florida 33803**

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.

Dated: July 7th, 2000.



STEPHEN H. ARTMAN