

1000000010218



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 809810 3487A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 125.00

MJH

00 AUG 24 AM 8:46

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : August 24, 2000

ORDER TIME : 11:35 AM

ORDER NO. : 809810-005

CUSTOMER NO: 3487A

CUSTOMER: Troy Myers, Esq
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
Suite 600
2033 Main Street
Sarasota, FL 34237

500003371685--8

DOMESTIC FILING

NAME: KINDER WHOLESALE, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

00 AUG 24 PM 12:14

RECEIVED

ARTICLES OF ORGANIZATION
OF
KINDER WHOLESale, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be:

KINDER WHOLESale, L.L.C.

(hereinafter referred to as the "Company")

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is:

4903 Peregrine Way
Sarasota, Florida 34231

ARTICLE III - PURPOSE AND POWER

The business of the Company shall be to carry on any lawful business or activity in accordance with applicable law, and to have and exercise all of the powers, rights and privileges which a limited liability company organized pursuant to the Florida Act may have and exercise. Title to real estate and to other assets acquired by the Company shall be held in the name of the Company. In carrying out the purposes of the Company, but subject to all other provisions of this Agreement, the Company shall have all powers and rights of a limited liability company organized under the Florida Act, to the extent such powers and rights are not proscribed by the Articles.

ARTICLE IV - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved in accordance with the Florida Act.

ARTICLE V - REGISTERED AGENT

The name and address of the Company's initial registered agent for service of process in the State of Florida is:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 AM 8:46

Troy H. Myers, Jr., Esq.
2033 Main Street Suite 600
Sarasota, Florida 34237

ARTICLE VI - MANAGEMENT

The Company shall be managed by a designated Manager as provided in the Operating Agreement. The name and address of the initial manager of the Company is:

Charles Ackerman
4903 Peregrine Way
Sarasota, Florida 34231

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Sarasota, Florida on this August 23, 2000.

A handwritten signature in black ink, appearing to read 'C. Ackerman', is written over a horizontal line.

Charles Ackerman
Manager

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR**

KINDER WHOLESale, L.L.C.

Having been named to accept service of process for the above stated limited liability company, at the place designated in the company's Articles of Organization, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: August 23, 2000



Troy H. Myers, Jr., Esq.