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G. MICHAEL NELSON ESQ.
RICHARD W. BISCONTI ESQ.

August 14, 2000

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: K & F EQUITY, LLC

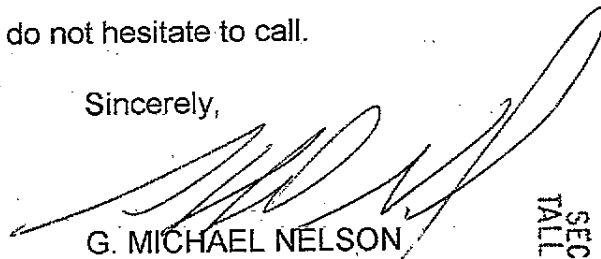
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-08/28/00-01082-010
****125.00 ****125.00

Dear Sirs:

Please find enclosed my check in the amount of one hundred twenty-five dollars (\$125.00) with regard to the filing fee and designation for registered agent for the above-referenced limited liability corporation.

Should you need anything further, please do not hesitate to call.

Sincerely,


G. MICHAEL NELSON

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TALLAHASSEE, FLORIDA

Name	
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Admission	DCC
W.P. Verifier	DCC

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Operating Agreement

Exhibit B

ARTICLES OF ORGANIZATION

FOR

K & F EQUITY, LLC

ARTICLE I

NAME: The name of the limited liability company is

K & F EQUITY, LLC

ARTICLE II

LIMITED LIABILITY COMPANY PRINCIPAL OFFICE: The principal office address and the mailing address of the limited liability company are:

13707 58TH ST. NORTH
CLEARWATER, FLORIDA 34658

ARTICLE III

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of the limited liability company are:

G. Michael Nelson, Esquire
Nelson & Bisconti, L.L.P.
718 W. Dr. MLK Jr. Blvd., Suite 200
Tampa, Florida 33603

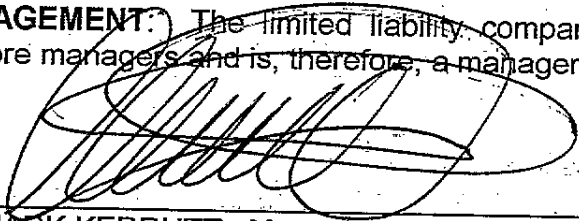
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


G. Michael Nelson, Esquire

ARTICLE IV

INITIAL MANAGEMENT: The limited liability company is to be managed by one manager or more managers and is, therefore, a manager - managed company.


MARK KERRUTT, Managing Member

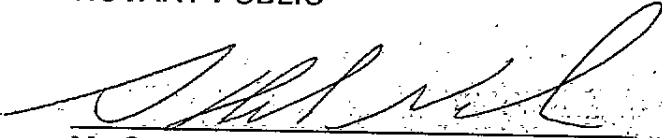
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this ____ day of August, 2000.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14 day of August, 2000, by Mark Kerrutt, who personally appeared before me at the time of notarization, and who is personally known to me or produced identification () and who did take an oath.

NOTARY PUBLIC


My Commission Expires:

 G Michael Nelson
My Commission CC665065
Expires August 31, 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA