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LIMITED LIABILITY COMPANY  
GULFSHORE INTERNATIONAL, LLC

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**ARTICLES OF ORGANIZATION  
OF  
GULFSHORE INTERNATIONAL, LLC**

**ARTICLE I - NAME**

The name of this Florida limited liability company is GULFSHORE INTERNATIONAL, LLC

**ARTICLE II - ADDRESS, REGISTERED OFFICE AND AGENT**

The principal place of business, mailing address, and registered office of this limited liability company in the State of Florida shall be 2198 Main Street, Sarasota, Florida 34237. The initial registered agent of this limited liability company in the State of Florida shall be P. Christopher Jaensch, 2198 Main Street, Sarasota, Florida 34237.

**ARTICLE III - DURATION**

This limited liability company shall exist perpetually.

**ARTICLE IV - MANAGEMENT OF BUSINESS**

One appointed manager shall manage this limited liability company. The name and address of the person who shall serve as such until the first annual meeting of members or until his successor is elected and qualified is the following:

Paul Skuse  
1964 Timarron Way  
Naples, FL 34109

Prepared by:  
P. Christopher Jaensch  
2198 Main Street  
Sarasota, FL 34237  
(941) 366-9841  
Florida Bar #: 72044

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#### ARTICLE V - ADMISSION OF NEW MEMBERS

Additional members may be admitted to the limited liability company only upon unanimous affirmative vote of all the then existing members and upon such terms as may be unanimously agreed upon by such existing members in writing.

#### ARTICLE VI - CONTINUATION OF EXISTENCE

The company shall not be dissolved by the death, resignation, withdrawal, bankruptcy, or dissolution of a Member. The company shall, however, be dissolved and its affairs wound up upon the occurrence of any of the following events:

- (a) the unanimous written consent of the Members
- (b) the sale, exchange, or other disposition by the Company of all or substantially all of its assets,
- (c) (i) the adjudication of the LLC as insolvent within the meaning of insolvency in either bankruptcy or equity proceedings; (ii) the filing of an involuntary petition in bankruptcy against the LLC (which is not dismissed within 90 days); (iii) the filing against the LLC of a petition for reorganization under the Federal Bankruptcy Code or any state statute (which is not dismissed within 90 days); (iv) a general assignment by the LLC for the benefit of creditors; (v) the voluntary claim (by the LLC) that it is insolvent under any provisions of the Bankruptcy Code (or any state insolvency statutes); or (vi) the appointment for the LLC of a temporary or permanent receiver, trustee, custodian, or sequestrator and such receiver, trustee, custodian, or sequestrator is not dismissed within 90 days; or
- (d) as otherwise required by law.

#### ARTICLE VII - REGULATIONS

The members of the limited liability company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles. The power to alter, amend or repeal these regulations shall be vested in all members of this company.

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### ARTICLE VIII - PROPERTY

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this limited liability company.

### ARTICLE IX - PROFITS AND LOSSES

Profits and losses generated by the business of this company shall be passed through to the members in proportion to the members' respective interest in the limited liability company.


### ARTICLE X - PURPOSE

This limited liability company is organized for the purpose of transacting any or all lawful business.

### ARTICLE XI - POWERS

This limited liability company shall have all the powers enumerated in the Florida Limited Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 1<sup>st</sup> day of September, 2000.

  
P/Christopher Jaensch as authorized representative for  
Paul Skuse  
Member

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**ACCEPTANCE OF REGISTERED AGENT  
FOR  
GULFSHORE INTERNATIONAL, LLC**

Having been named in the Articles of Organization of GULFSHORE INTERNATIONAL, LLC, as Registered Agent to accept service of process for the limited liability company at its registered office at 2198 Main Street, Sarasota, Florida, 34237. The undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in Chapter 608, Florida Statutes.

Dated this 1<sup>st</sup> day of September, 2000.



P. Christopher Jaensch  
Registered Agent

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