



C. DAVID CLAUSS
Attorney at Law

September 11, 2000

Post Office Box 1172
25 S. Gros Ventre St.
Jackson, WY 83001
ph 307.733.1191
fx 307.733.4718

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

Re: Crouzillat L.L.C.

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-09/18/00--01124--021
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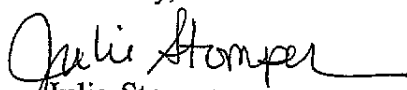
Dear Sirs:

I enclose for filing one original copy of the Articles of Organization and one original copy of the Consent to Appointment by Registered Agent, for the above referenced entity, along with Mr. Clauss's check in the amount of \$125.00 in payment of the filing fee and the designation of registered agent fee.

Please return your letter of acknowledgement and any other correspondence directly to our office.

Thank you very much.

Sincerely,


Julie Stomper
Paralegal

/js
Enclosures
cc: CROUZILLAT L.L.C.

FILED
00 SEP 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-11405
Q

CONSENT TO APPOINTMENT BY REGISTERED AGENT

COMES NOW the undersigned, who has manually signed this document, and states that he voluntarily consents to serve as the registered agent for CROUZILLAT LLC, and furthermore certifies that he knows the duties of a registered agent and that:

he is an individual who resides in the State of Florida and whose business office is identical with the registered office; and

he further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as registered agent; and

he is familiar with, and accepts, the obligations of his position as registered agent as provided for in Chapter 608, F.S.

IN WITNESS WHEREOF, I have executed this Consent to Appointment by Registered Agent on this, the 5 day of September, 2000.


CHRISTIAN CROUZILLAT

FILED
00 SEP 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
of
CROUZILLAT LIMITED LIABILITY COMPANY

The undersigned persons, acting as the Organizers of CROUZILLAT L.L.C., pursuant to the Florida Limited Liability Company Act, adopt and enact the within Articles of Organization.

ARTICLE ONE

NAME

The name of the Limited Liability Company shall be CROUZILLAT L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE TWO
PRINCIPAL OFFICE

The mailing address and street address of the principal office of the limited liability company is:

14 Little Pond Road
Manalapan, Florida 33462.

ARTICLE THREE
REGISTERED AGENT

The address of the registered office of the Company, and the name of the registered agent of the Company, who is found at said address, is:

CHRISTIAN CROUZILLAT

14 Little Pond Road
Manalapan, Florida 33462.

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TALLAHASSEE, FLORIDA

ARTICLE FOUR

MANAGEMENT

The management of the Limited Liability Company is reserved to the Members of the company. The names and addresses of the initial Members are:

Michel Crouzillat and Rose-Marie Crouzillat, Trustees, or their successors in trust, under the Michel Crouzillat Living Trust, dated July 31, 2000, and any amendments thereto

P. O. Box 4955
225 Cottonwood Drive
Jackson, Wyoming 83001

Rose-Marie Crouzillat and Michel Crouzillat, Trustees, or their successors in trust, under the Rose-Marie Crouzillat Living Trust, dated July 31, 2000, and any amendments thereto

P. O. Box 4955
225 Cottonwood Drive
Jackson, Wyoming 83001

The Members of the limited liability company may elect non-member management to manage the affairs of the company. Non-member managers must be elected annually; and the Members reserve the right to dismiss any manager with or without cause.

ARTICLE FIVE

ADDITIONAL MEMBERS

The Members of the Company shall have the right to admit additional Members from time to time, with the approval of the Members holding a majority interest in the Company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

PURPOSE

The Limited Liability Company is organized for the purpose of engaging in, and doing, any or all lawful acts, concerning any and all lawful businesses for which limited liability companies may be formed under the laws of the State of Florida, except for the purposes of banking or insurance.

ARTICLE SEVEN

DURATION

The duration of the Company shall continue only until, and including, December 31, 2030.

ARTICLE EIGHT

CONTINUATION OF BUSINESS

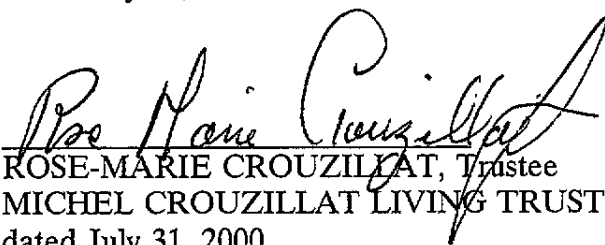
Any remaining Members of the Limited Liability Company may continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member,

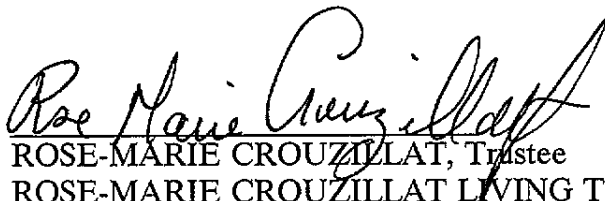
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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have subscribed our names below. 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 above and below are true.

BY:


MICHEL CROUZILLAT, Trustee
MICHEL CROUZILLAT LIVING TRUST,
dated July 31, 2000


ROSE-MARIE CROUZILLAT, Trustee
MICHEL CROUZILLAT LIVING TRUST,
dated July 31, 2000


ROSE-MARIE CROUZILLAT, Trustee
ROSE-MARIE CROUZILLAT LIVING TRUST,
dated July 31, 2000


MICHEL CROUZILLAT, Trustee
ROSE-MARIE CROUZILLAT LIVING TRUST,
dated July 31, 2000

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TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT ON FOLLOWING PAGE

ACKNOWLEDGEMENT

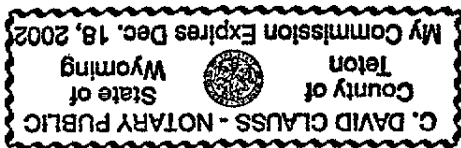
STATE OF WYOMING

COUNTY OF TETON

)
) ss.
)

On this 11th day of September 2000, personally appeared before me MICHEL CROUZILLAT and ROSE-MARIE CROUZILLAT, and, first having been duly sworn, and who have produced validly issued state driver's licenses as identification, stated that they are the only currently acting Trustees of the MICHEL CROUZILLAT LIVING TRUST, dated July 31, 2000, and the only currently acting Trustees of the ROSE-MARIE CROUZILLAT LIVING TRUST, dated July 31, 2000, that the said trusts are currently in full force and effect, that the said trusts are the only members of CROUZILLAT LIMITED LIABILITY COMPANY, and that in their capacity as Trustees of the MICHEL CROUZILLAT LIVING TRUST, dated July 31, 2000, and in their capacity as Trustees of the ROSE-MARIE CROUZILLAT LIVING TRUST, dated July 31, 2000, they have the authority to execute the within document, and stated that the facts set out in the foregoing Articles of Organization and in this Acknowledgement are true and correct, and acknowledged their signatures on the foregoing Articles of Organization of CROUZILLAT LIMITED LIABILITY COMPANY.

WITNESS my hand and official seal.




Notary Public

My commission expires: _____.

FILED
00 SEP 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA