

L000000011867



ACCOUNT NO. : 072100000032
REFERENCE : 848072 7208815
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 155.00

ORDER DATE : September 29, 2000
ORDER TIME : 10:34 AM
ORDER NO. : 848072-005
CUSTOMER NO: 7208815

CUSTOMER: Mark T. Tate, Esq
Mark T. Tate, P.a.
Suite 1400
501 E. Kennedy Blvd.
Tampa, FL 33602

300003409623--7

DOMESTIC FILING

NAME: VASS HOLDINGS II, LLC

effective 9-28-00

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

RECEIVED
00 SEP 29 AM 11:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED
00 SEP 29 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
9-29-00

ARTICLES OF ORGANIZATION

OF

VASS HOLDINGS II, LLC

I hereby file these Articles of Organization as authorized representative of the members of the limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

ARTICLE I

NAME

The name of the limited liability company to be formed hereunder is "Vass Holdings II, LLC" (the "Company").

ARTICLE II

DATE OF EXISTENCE AND PERIOD OF DURATION

The Company shall begin existence effective the 28th day of September, 2000, and shall continue until terminated in accordance with the Regulations and Operating Agreement adopted by the members (the "Operating Agreement").

ARTICLE III

ADDRESS AND PLACE OF BUSINESS

The mailing address and the place of business in Florida for the Company is 146 Avenue B, NW, Winter Haven, FL 33881.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 501 E. Kennedy Boulevard, Suite 1400, Tampa, FL 33602, and the name of its initial registered agent is Mark T. Tate, Esquire. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

ARTICLE V

POWERS

The Company shall have the power to take any and all lawful actions necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of its purposes.

ARTICLE VI

PURPOSES

The Company may engage in the transaction of any or all lawful business for which limited liability company may be formed under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
MANAGEMENT

All powers of the Company shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed by or under the direction of its members. The names and current addresses of the members are as follows:

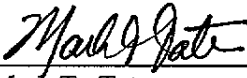
Vass Holdings, Inc.
146 Avenue B, NW
Winter Haven, FL 33881

Marilyn Riggs
146 Avenue B, NW
Winter Haven, FL 33881

ARTICLE VII
ADMISSION OF MEMBERS

New members may be admitted to the Company with the consent of both members as provided in the Operating Agreement.

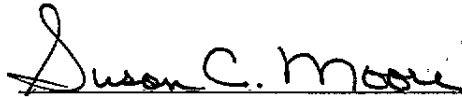
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 28th day of September, 2000.



Mark T. Tate
Authorized Representative

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28th day of September, 2000, by Mark T. Tate, as the authorized representative of the members of Vass Holdings II, LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.



Signature of Notary Public



Name stamped, typed or legibly printed



Susan C. Moore
Commission # CC 925890
Expires April 13, 2004

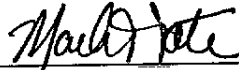
Notary Public
Bonds Thru
Atlantic Bonding Co., Inc.

SEP 29 PM 2:43
FILED
AND
APPROVED
STATE
OF FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Vass Holdings II, LLC, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent.

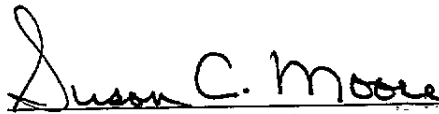
Executed this 28th day of September, 2000.



Mark T. Tate
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28th day of September, 2000, by Mark T. Tate, as Registered Agent for Vass Holdings II, LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.



Signature of Notary Public



Name stamped, typed or legibly printed

 Susan C. Moore
Commission # CC 925890
Expires April 13, 2004
Notary Public
Atlantic Bonding Co., Inc.

APPROVED
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA