



THE UNITED STATES
CORPORATION
COMPANY

L00000011949

ACCOUNT NO. : 072100000032

REFERENCE : 849769 7166270

AUTHORIZATION :

COST LIMIT : \$ 155.00

Patricia Pizit

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 2, 2000

ORDER TIME : 11:44 AM

ORDER NO. : 849769-005

CUSTOMER NO: 7166270

100003410981--B

CUSTOMER: Gary B. Frese, Esq
Frese Nash & Torpy

Suite 505
930 South Harbor City Blvd.
Melbourne, FL 32901

DOMESTIC FILING

NAME: MERCEDES HOLDING COMPANY, LLC

EFFECTIVE DATE:

[Signature]

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS: _____

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[Signature]

ARTICLES OF ORGANIZATION
OF
MERCEDES HOLDING COMPANY, LLC

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The undersigned person hereby adopts these Articles of Organization in order to form a limited liability company under Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of this limited liability company shall be **MERCEDES HOLDING COMPANY, LLC** (the "Company").

ARTICLE II - DURATION

The Company shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III - PURPOSE

The purpose of the Company is to engage in any lawful business activity that is not prohibited with respect to a limited liability company organized according to the laws of the State of Florida.

ARTICLE IV - ADDRESS

The initial street and mailing address of the principal place of business of the Company is 6767 N. Wickham Road, Melbourne, Florida 32940.

ARTICLE V - REGISTERED AGENT

The initial address in Florida of the initial registered office of the Company is 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901, and the name of the initial registered agent of the Company at that address is Gary B. Frese.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted at such times and on such terms and conditions as all Members may unanimously agree and as provided in the regulations of the Company.

ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining Member(s) of the Company may continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company upon unanimous agreement and as provided in the regulations of the Company.

ARTICLE VIII - MANAGEMENT

The Company shall be managed by one (1) or more managers. The number of initial managers, who shall serve as managers until the first annual meeting of the Members of the Company or until their successors are duly elected, shall be one (1). The name and address of such initial manager is as follows:

ROBERT M. KUSH

6767 N. Wickham Road, Suite 500
Melbourne, Florida 32940

ARTICLE IX - ADOPTION OF REGULATIONS

The Members of the Company shall adopt regulations which shall contain provisions for the management of the business and the regulation of the affairs of the Company that are not inconsistent with the Articles or the laws of the State of Florida.

ARTICLE X - AMENDMENT

The Company shall have the power to amend or supplement these Articles of Organization when approved by unanimous vote of the Members.


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IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 30th day of September, 2000.



Gary B. Frese, Authorized Representative

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company.



Gary B. Frese, Registered Agent

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