

Division of Corporations

<https://cofss1.dos.state.fl.us/scripts/efilcovr.exe>**L00000013620**

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((FI00000058231 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (800) 881-6761

FILED
00 NOV -6 PM 4: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY**328 JOHN RINGLING BLVD., LLC**

RECEIVED
00 NOV -6 AM 8: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

Handwritten mark resembling a stylized 'L' or '7'.

#00000058231

**ARTICLES OF ORGANIZATION
OF
328 JOHN RINGLING BLVD., LLC**

The undersigned Organizers of a limited liability company organized under the Florida Limited Liability Company Act does hereby adopt the following Articles of Organization for such limited liability company.

**ARTICLE I
NAME OF THE LIMITED LIABILITY COMPANY**

The name of the limited liability company shall be 328 JOHN RINGLING BLVD., LLC.

**ARTICLE II
ADDRESS**

The address of the initial registered office of the limited liability company is 850 South Tamiami Trail, Suite 822, Sarasota, Florida 34236. The initial registered agent at such address is F. John DiSalvo.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the principal office of the limited liability company is 850 South Tamiami Trail, Suite 822, Sarasota, Florida 34236. The mailing address is the same.

**ARTICLE IV
PERIOD OF DURATION**

The limited liability company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State of Florida for filing and shall continue for a period of 30 years, unless sooner dissolved pursuant to the terms of its operating agreement, or as otherwise provided by law.

**ARTICLE V
WRITTEN OPERATING AGREEMENT**

Any operating agreement entered into by the members of the limited liability company, and any amendments or reinstatements thereof shall be in writing. No oral agreement among any members or managers of the limited liability company shall be deemed or construed to constitute any portion of it, or otherwise affect the interpretation of, any written operating agreement of the limited liability company in existence and as amended from time to time.

**ARTICLE VI
MANAGEMENT**

The business and affairs of the limited liability company shall be governed by members in the manner and subject to the limitations set forth in an operating agreement. The addresses of the members are as follows: Market Holdings (USA), Inc., 850 South Tamiami Trail, Suite 822, Sarasota, Florida 34236 and Vilnius Holdings, Inc., 5051 Timber Chase Way, Sarasota, Florida 34238. The actions of a member, manager, or any other person acting in any capacity other than as a manager of the limited liability company in accordance with the terms of its operating agreement shall not bind the limited liability company.

FILED
NOV-6 PM 4:05
FLORIDA

#00000058231

1100000058231

**ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted to the limited liability company only upon unanimous consent of the members

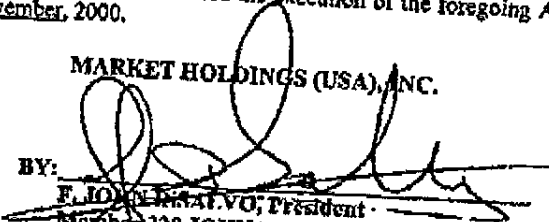
**ARTICLE VIII
CONTINUATION AFTER DISASSOCIATION OF A MEMBER**

The limited liability company will continue to exist after the disassociation of a member if the remaining members agree by majority vote to continue the company.

IN WITNESS WHEREOF, the aforesaid Members have caused the execution of the foregoing Articles of Organization on this 3rd day of November, 2000.

MARKET HOLDINGS (USA), INC.


BY:


F. L. O. M. R. V. O., President

Member 328 JOHN RINGLING BLVD., LLC

VILNIUS HOLDINGS, INC.

BY:


MATTHEW J. EGGIN, President

Member 328 JOHN RINGLING BLVD., LLC

FILED

00 NOV -6 PM 4: 05

RECEIVED
TALLAHASSEE, FLORIDA

1100000058231

110000058231

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
AND AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: 328 JOHN RINGLING BLVD., LLC.

2. The name and address of the registered agent and office is:


F. John DiSalvo (Name)

850 South Tamiami Trail
Suite 822

Sarasota, Florida 34236 (Address)

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.


F. JOHN DISALVO
(Signature)


Nov. 3rd / 00
(Date)

FILED

00 NOV -6 PM 4: 05

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

110000058231