

STEPHANIE A. REINICKE, P.A.

ATTORNEY AT LAW

SUITE 803

1800 GOLF AND STREET

SARASOTA, FLORIDA 34236

TEL 941-366-1000

FAX 941-366-0693

BOARD CERTIFIED IN REAL ESTATE

ALSO ADMITTED IN COLORADO

L00000014268

October 18, 2000

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***125.00 ***125.00

Florida Department of State
Division of Corporations
P. O. Box 5327
Tallahassee, Florida 32314


Re: Gecko's Smokehouse, L.L.C.

Ladies/Gentlemen:

Enclosed are Duplicate Articles of Organization of Gecko's Smokehouse, L.L.C., a Florida limited liability company. Also enclosed a check in the amount of \$125.00 representing the filing and certified copy fee. Please file the Articles of Organization and return a certified copy to my office.

Please do not hesitate to contact this office should you have any questions.

Very truly yours,


Stephanie A. Reinicke

/sar

Enclosures
cc: Michael L. Quillen

FILED
NOV -7 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-14268
JR



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 7, 2000

STEPHANIE A. REINICKE
1800 SECOND STREET, SUITE 803
SARASOTA, FL 34236

SUBJECT: GECKO'S SMOKEHOUSE, L.L.C.
Ref. Number: W00000025574

We have received your document for GECKO'S SMOKEHOUSE, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 800A00057575

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 24, 2000

STEPHANIE A. REINICKE
1800 SECOND STREET, SUITE 803
SARASOTA, FL 34236

SUBJECT: GECKO'S SMOKEHOUSE, L.L.C.
Ref. Number: W00000025574

We have received your document for GECKO'S SMOKEHOUSE, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 100A00055445

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF

GECKO'S SMOKEHOUSE, L.L.C.,
A Florida Limited Liability Company

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

Article I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be GECKO'S SMOKEHOUSE, L.L.C., and its principal office and mailing address shall be 4870 Tamiami Trail South, Sarasota, FL 34231, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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CLERK OF STATE
TAMPA, FLORIDA

Article II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person

might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles or otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency,

representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental of pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

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TALLAHASSEE, FLORIDA

Article III
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

Article IV
MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MICHAEL L. QUILLEN	4870 South Tamiami Trail Sarasota, FL 34231
MICHAEL T. GOWAN	4870 South Tamiami Trail Sarasota, FL 34231

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not

be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI
DURATION

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided by the regulations adopted by the members.

ARTICLE IX

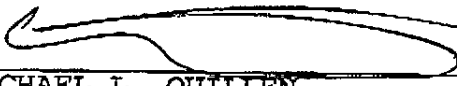
Initial Registered Office and Registered Agent

The street address of the initial Registered Office of the limited liability company is 1800 Second Street, Suite 803, City of Sarasota, County of Sarasota, State of Florida, area code 34236, and the name of the initial Registered Agent of this Corporation at that address is STEPHANIE A. REINICKE, ESQUIRE.

The undersigned, being one of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of GECKO'S SMOKEHOUSE, L.L.C.

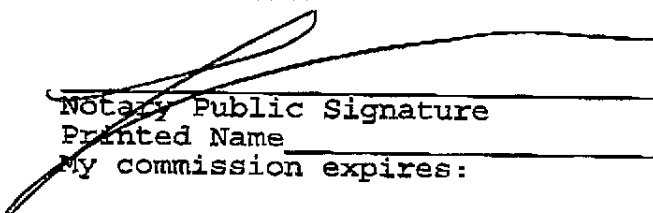
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NOV - 7 PM 5:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

WITNESS my hand and seal at Sarasota, Florida, this 18th
day of October, 2000.


MICHAEL L. QUILLEN

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this
18th day of October, 2000, by MICHAEL L. QUILLEN, who is
personally known to me or who produced _____ as
identification.


Notary Public Signature
Printed Name _____
My commission expires: _____

 Stephenie Ann Reincke
My Commission CC080972
Expires December 16 2002

FILED
NOV - 7 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

State of Florida
County of Sarasota

Pursuant to the provisions of Section 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Gecko's Smokehouse, L.L.C.

The name of the registered agent for Gecko's Smokehouse, L.L.C. is Stephanie A. Reinicke and the street address of the office where the agent is located is 1800 Second Street, Suite 803, Sarasota, FL 34236.

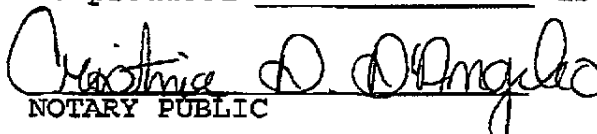
This statement is to acknowledge that, as indicated above, Gecko's Smokehouse, L.L.C. has appointed me, Stephanie A. Reinicke, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree 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.

Dated 11-1-00


Stephanie A. Reinicke

The foregoing instrument was acknowledged before me this November 1st, 2000 by Stephanie A. Reinicke, registered agent on behalf of Gecko's Smokehouse, L.L.C., a limited liability company.

She is personally known to me or has produced _____ as identification.


NOTARY PUBLIC



Cristina D D'Angelo
My Commission CC787407
Expires November 2002

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 NOV -7 PM 5:00

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