THE LEAD FOR THE LAW OFFICE OF THE LAW OFFICE OF

January 8, 2001

Florida Department of State

Division of Corporations

Registration Section

Post Office Box 6327

Re: SCHERES HOLDINGS, LIMITED LIABILITY COMPANY

Gentlemen:

Tallahassee, Florida 32314

Enclosed please find the original and one (1) copy of the Articles of Organization for SCHERES HOLDINGS, LIMITED LIABILITY COMPANY.

Enclosed also please find Richard John Brodeur P.A. Clients Trust Account Check No. 20 in the amount of \$155.00 for payment of the following:

Filing Fee \$100.00

Designation of Registered Agent \$25.00

Certified Copy \$30.00

\$155.00

Please send my office a certified copy of the Articles of Organization after they have been properly filed with your Department.

If you have any questions or comments, please let me know. Many thanks for your courtesy,

cooperation and assistance.

Richard John Brodeur

RJB/ms Enclosures

Direct Line (941) 472-1734 ** Real Estate Line (941) 472-5433 ** Fax Line (941) 472-5420 Florida, USA, and International Line 1-800-330-1734 MAILING ADDRESS: Post Office Box 214 Sanibel Island, Florida 33957

STREET ADDRESS: Five Lime Tree Center 1640 Periwinkle Way Sanibel Island, Florida

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ours very

THE REAL ESTATE LAW OFFICE OF

RICHARD JOHN BRODEUR, P. A.

BOARD CERTIFIED REAL ESTATE LAWYER

January 9, 2001

Ms. Brenda Tadlock Florida Department of State Division of Corporations Registration Section Post Office Box 6327 Tallahassee, Florida 32314

Re: SCHERES HOLDINGS, LIMITED LIABILITY COMPANY

Dear Ms. Tadlock:

Pursuant to the telephone conference with Jenee in my office and Michelle in your office this morning, enclosed please find the original and one (1) copy of the Articles of Organization for SCHERES HOLDINGS, LIMITED LIABILITY COMPANY.

In yesterday's mail, a check drawn on Richard John Brodeur P.A. Clients Trust Account, Check No. 2009 in the amount of \$155.00, was submitted as payment for the following:

| Filing Fee | \$100.00 | R B |
|---------------------------------|----------|----------|
| Designation of Registered Agent | \$ 25.00 | |
| Certified Copy | \$ 30.00 | |
| - 17 | \$155.00 | <u> </u> |

I understand that you will hold my Clients Trust Account Check No. 2009 pending receipt of the enclosed Articles. Please send my office a certified copy of the Articles of Organization after they have been properly filed with your Department.

Thank you for your assistance; please let me know. If you have any questions or comments.

Richard John Brodeur

RJB/jc Enclosures

Direct Line (941) 472-1734 ** Real Estate Line (941) 472-5433 ** Fax Line (941) 472-5420
Florida, USA, and International Line 1-800-330-1734
MAILING ADDRESS: Post Office Box 214 Sanibel Island, Florida 33957
STREET ADDRESS: Five Line Tree Center 1640 Periwinkle Way Sanibel Island, Florida

ARTICLES OF ORGANIZATION OF SCHERES HOLDINGS, LIMITED LIABILITY COMPANY

ARTICLE I NAME

The name of the Limited Liability Company is Scheres Holdings, L.L.C.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 1640 Periwinkle Way, Suite V, Sanibel Island, Florida 33957.

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE, and REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the Registered Agent is:

Richard John Brodeur 1640 Periwinkle Way, Suite V Sanibel Island, Florida 33957

ILED

(SEAL)

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 Article, 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 as provided for in Chapter 608, Florida Statutes.

Richard John Brodeur

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

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 are true.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act, this _____O \(\frac{1}{2} \) day of January, 2001.

Andre Scheres