

L010000000959



FRANK DINARDO
INTERNATIONAL

January 11, 2001

Secretary of State
Divisions of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: New Limited Liability Company

500003539565--1
-01/17/01--01003--003
****125.00 ****125.00

Dear Madam:

Enclosed please find Articles of Organization for FD Enterprises, L.L.C., along with my check for \$125.00.

Please file same and send me a copy of the filing.

Sincerely yours,

Frank DiNardo
Frank DiNardo, Sr.

ggn

Enclosures

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TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION
OF
FD ENTERPRISES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be:

FD ENTERPRISES, L.L.C.

(hereinafter referred to as the "Company")

ARTICLE II- ADDRESS

The mailing address and street address of the principal office of the Company is:

4333 South Tamiami Trail
Suite #E
Sarasota, Florida 34231

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TALLAHASSEE FLORIDA

ARTICLE III - PURPOSE AND POWER

The business of the Company shall be to carry on any lawful business or activity in accordance with applicable law, and to have and exercise all of the powers, rights and privileges which a limited liability company organized pursuant to the Florida Act may have and exercise. Title to real estate and to other assets acquired by the Company shall be held in the name of the Company. In carrying out the purposes of the Company, but subject to all other provisions of this Agreement, the Company shall have all powers and rights of a limited liability company organized under the Florida Act, to the extent such powers and rights are not proscribed by the Articles.

ARTICLE IV - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved in accordance with the Florida Act.

ARTICLE V - REGISTERED AGENT

The name and address of the Company's initial registered agent for service of process in the State of Florida is:

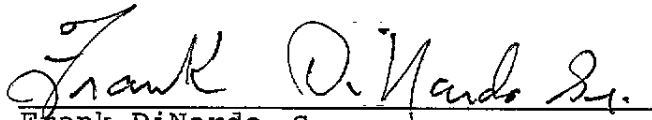
Frank DiNardo, Sr.
4333 South Tamiami Trail
Suite E
Sarasota, Florida 34231

ARTICLE VI - MANAGEMENT

The Company shall be managed by a designated Manager as provided in the Operation Agreement. The name and address of the initial manager of the Company is:

Frank DiNardo, Sr.
4333 South Tamiami Trail
Suite E
Sarasota, Florida 34231

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Sarasota, Florida on this 11 day of January, 2001.


Frank DiNardo, Sr.
Member

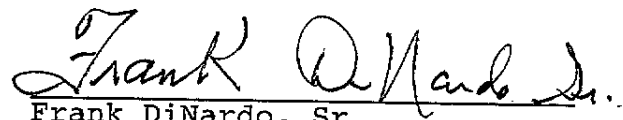
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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR

FD ENTERPRISES, L.L.C.

Having been named to accept service of process for the above stated limited liability company, at the place designated in the Company's Articles of Organization, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated: January 11, 2001


Frank DiNardo, Sr.

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