

LO1000002135

Syprett, Meshad, Resnick, Lieb, Dumbaugh, Jones & Krotec, P.A.

ATTORNEYS AT LAW

- * Board Certified Civil Trial Lawyer
- ** Board Certified Real Estate Lawyer
- ***Certified Circuit Court Mediator
- + Also Admitted in Alabama
- ++NFL Certified Contract Advisor

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Martindale-Hubbell AV Rated Firm
 February 6, 2001

- John D. Dumbaugh**
- Angela D. Flaherty
- Teresa D. Jones****
- Peter J. Krotec
- M. Joseph Lieb, Jr.***
- John W. Meshad
- Michael L. Resnick
- Jim D. Syprett
- F. Scott Westheimer++

Registration Section
 Division of Corporations
 409 E. Gaines Street
 Tallahassee, Florida 32399

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 -02/07/01--01095--002
 ****155.00 ****155.00

EFFECTIVE DATE
2/6/01

Re: K & J Vendors, L.C.

Dear Sir or Madam:

Enclosed please find the original and one copy of proposed Articles of Organization for the above-referenced limited liability company. I would appreciate your filing the Articles and returning one certified copy to this office. Our check in the amount of \$155.00 is enclosed to cover the following costs:

Filing Fee	\$100.00
Designation	25.00
Certified Copy	<u>30.00</u>
Total	\$155.00

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Name	Thank you for your attention to this matter. If you
Docu	And have any questions or need further information in this matter,
Examiner	please call me collect.
Updater	
Updater	
Verifier	
Acknowledgement	
W. Verifier	

Very truly yours,

Verna Williams

Verna Williams
 Paralegal for
 John D. Dumbaugh

LO1000002135

5/22/01

✓

EFFECTIVE DATE
2/6/01

ARTICLES OF ORGANIZATION
OF
K & J VENDORS, L.C.

THESE ARTICLES OF ORGANIZATION are hereby adopted by the undersigned member of this limited liability company for pecuniary profit under the Florida General Limited Liability Company Act.

ARTICLE I
NAME AND LOCATION OF AGENT AND OFFICES

Section 1.1 Name. The name of the limited liability company shall be K & J VENDORS, L.C.

Section 1.2 Principal Office and Mailing Address..... The principal office of the limited liability company shall be located at 125 South Indiana Avenue, Englewood, FL 34223, and mailing address which is the same as the principal office. The principal place of business of the limited liability company shall be the same as the principal office. The limited liability company may change the location of the foregoing offices or the post office address, transact business at other places within or without the State of Florida and establish branch offices within or without the State of Florida, all as the Members may from time to time determine.

Section 1.3 Registered Agent and Office. The Registered Agent for the limited liability company to accept service of process within the State of Florida shall be JOHN D. DUMBAUGH. The street address of the Registered Agent, which shall be the Registered Office, shall be SYPRETT, MESHAD, RESNICK, DUMBAUGH, JONES & KROTEC, P.A., 1900 RINGLING BLVD., SARASOTA FLORIDA, 34236.

ARTICLE II
DURATION AND COMMENCEMENT

Section 2.1 Duration. The limited liability company shall have perpetual existence, or until dissolved according to law.

Section 2.2 Commencement of Limited Liability Company Existence. The limited liability company's existence shall commence on the date of subscription and acknowledgment hereof which date shall be no more than 5 days prior to the filing hereof by the Department of State.

ARTICLE III
PURPOSE AND POWERS

Section 3.1 Purpose. The general purpose for which the

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TALLAHASSEE, FLORIDA

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limited liability company is initially organized shall be to transact any and all lawful business for which a limited liability company may be incorporated under the laws of Florida, and to do everything necessary or convenient for the accomplishment of said purpose, and to do all other things incidental thereto or connected therewith that are not prohibited by law, and to carry out said purpose in any state, territory, district or possession of the United States or in any foreign country, to the extent not prohibited by law therein.

Section 3.2 Powers. The limited liability company shall have and exercise all of the limited liability company powers enumerated in or otherwise permitted under the Florida General Limited Liability Company Act.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and the name and address of such manager who is to serve as manager is KARL R. NEUWEILER, 125 South Indiana Avenue, Englewood, FL 34223.

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The initial Members being KARL R. NEUWEILER and JUERGEN P. MISCHKE may admit additional members upon unanimous agreement of the then existing members.

ARTICLE VI

Section 5.4 Member. The names and addresses of the members executing this instrument are as follows: KARL R. NEUWEILER, 125 South Indiana Avenue, Englewood, FL 34223 and JUERGEN P. MISHKE, 5576 Contento Drive, Sarasota, FL 34242.

IN WITNESS WHEREOF, the undersigned executed this instrument this 6th day of February, 2001.

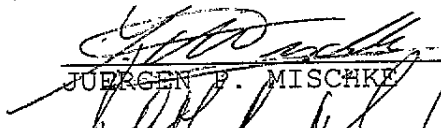
Members:

Juergen P. Mischke
JUERGEN P. MISCHKE
Karl R. Neuweiler
KARL R. NEUWEILER

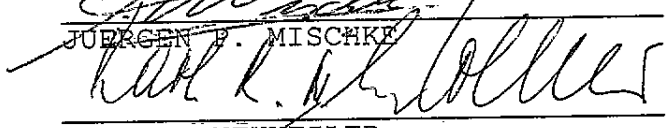
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TALLAHASSEE, FLORIDA
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In accordance with Section 608.408(3), Florida Statutes,
the execution of this affidavit constitutes an
affirmation under the penalties of perjury that the facts
stated herein are true.



JOERGEN P. MISCHKE



KARL R. NEUWEILER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS
THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

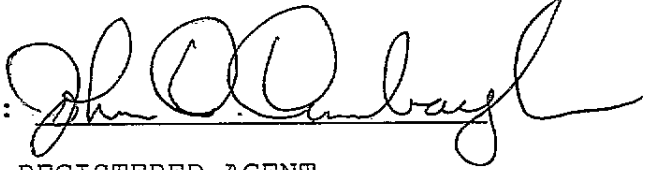
1. The name of the limited liability company is K & J
VENDORS, L.C.

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

JOHN D. DUMBAUGH, ESQ.
SYPRETT, MESHAD, RESNICK, LIEB,
DUMBAUGH, JONES & KROTEC, P.A.
1900 RINGLING BLVD.
SARASOTA, FLORIDA, 34236

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of
process within Florida 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, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my
duties, and I am familiar with and accept the obligations of my
position as registered agent.

Signature: 

Title: REGISTERED AGENT

Date: 2-6-01