

L01000003408

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MJH

00789-01122-00671

February 19, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

W01-4201
600003745596--5
-02/21/01--01082--006
****133.75 ****130.00

Re: Sundisol of America, L.L.C.

Dear Sir or Madam:

I am enclosing herewith the original and one copy of the Articles of Organization for the above named limited liability company, together with our check in the sum of \$133.75 representing the amount of the filing fee. Please send us a copy of the document at your earliest convenience.

Your prompt attention to this matter will be greatly appreciated.

If you have any questions regarding the foregoing, do not hesitate to call me.

Sincerely,

Karen S. Kremer

Karen S. Kremer
Legal Assistant

/ksk
Enclosures

FILED
01 MAR - 6 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 22, 2001

KAREN S. KREMER
WELLS, REVIS, ELTON & GARDNER, P.A.
648 SOUTH RIDGEWOOD AVENUE
DAYTONA BEACH, FL 32114

SUBJECT: SUNDISOL OF AMERICA, L.L.C.
Ref. Number: W01000004201

We have received your document for SUNDISOL OF AMERICA, L.L.C. and your check(s) totaling \$133.75. 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.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 701A00011211

FILED

01 MAR - 6 PM 3:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
SUNDISOL OF AMERICA, L.L.C.**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this company is: **SUNDISOL OF AMERICA, L.L.C.**

ARTICLE II - DURATION

This term of the company shall commence on the date the Articles of Organization are filed with the Secretary of State of the State of Florida and shall continue thereafter until January 1, 2029, or unless earlier dissolved in accordance with the provisions of Florida law or operating agreement of the company.

ARTICLE III - PURPOSE

This Limited Liability Company is created for the purpose of any legal business, and in such other business as may be agreed on by the members.

ARTICLE IV - PLACE OF BUSINESS

The principal place of business and mailing address of this Limited Liability Company shall be 164 Fairway Drive, Ormond Beach, Florida 32176, and such other place or places as the members from time to time may determine.

ARTICLE V - REGISTERED AGENT

The name and address of the initial Registered Agent of the company shall be JERRY B.

WELLS, ESQUIRE, Wells, Revis, Elton and Blackburn, P.A., 648 S. Ridgewood Avenue,
Daytona Beach, Florida 32114.

ARTICLE VI – MANAGEMENT OF BUSINESS

The Limited Liability Company is a manager-managed company and is to be managed by the members or such persons as may be designated or appointed by the members as managers. The names and addresses of the member managers who will serve until the first annual meeting of the members or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
OLLE M. JOHANSSON	164 Fairway Drive, Ormond Beach, FL 32176
PETER HURTIG	5500 Ocean Shore Blvd. Ormond Beach, FL 32176

ARTICLE VII – MEMBERS

The Company shall have two managing members who shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
OLLE M. JOHANSSON	164 Fairway Drive, Ormond Beach, FL 32176
PETER HURTIG	5500 Ocean Shore Blvd. Ormond Beach, FL 32176

After the date of the formation of the company, any person or entity acceptable to the members by their unanimous vote thereof may become a member of this company either by the issuance of the company of membership interest for such consideration as the members by their

unanimous vote shall determine, or as a transferee of a member's membership interest or any portion thereof, subject to the terms and conditions of the operating agreement of the company.

ARTICLE VIII – CONTINUATION OF BUSINESS

In the event of death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members of the limited liability company reserve the right to continue the business of the company upon the consent of all remaining members within ninety days of the withdrawal event, provided that at all times there remain at least two remaining members.

ARTICLE IX – MANAGEMENT OF THE COMPANY

The Limited Liability Company is to be managed by the members or such persons as may be designated or appointed by the members as managers. The names and addresses of the member managers who will serve until the first annual meeting of the members or until their successors are elected and qualified are:

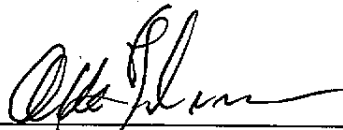
NAME	ADDRESS
OLLE M. JOHANSSON	164 Fairway Drive, Ormond Beach, FL 32176
PETER HURTIG	5500 Ocean Shore Blvd. Ormond Beach, FL 32176

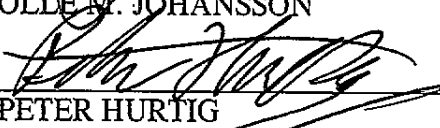
ARTICLE X – AMENDMENTS

These articles, except with respect to the vested rights of the members, may be amended

from time to time by a unanimous consent of the members, and the amendments shall be filed, duly signed by all members of the company, with the Florida Department of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed these Articles of Organization, under the laws of the State of Florida, this 14 day of February 2001.



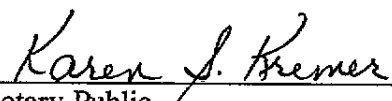
OLLE M. JOHANSSON


PETER HURTIG

STATE OF FLORIDA]
] SS
COUNTY OF VOLUSIA]

I HEREBY CERTIFY that before me this day, personally appeared OLLE M. JOHANSSON to me known to be the persons described in or who produced FL. Drivers License as identification and who executed the foregoing Articles of 3525-653-72-066-0 Organization and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 14th day of February 2001.



Notary Public
State of Florida at Large

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Karen S. Kremer
MY COMMISSION # CC786391 EXPIRES
December 23, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA]
] SS
COUNTY OF VOLUSIA]

I HEREBY CERTIFY that before me this day, personally appeared PETER HURTIG, to me known to be the persons described in or who produced FL. Driver's License as identification and who executed the foregoing Articles of Organization and acknowledged before me that he executed the same for the purposes therein expressed.
H 632-676-55-126-0

WITNESS my hand and official seal in the County and State above named this 14th day of February 2001.

Karen S. Kremer
Notary Public
State of Florida at Large



Karen S. Kremer
MY COMMISSION # CC786391 EXPIRES
December 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

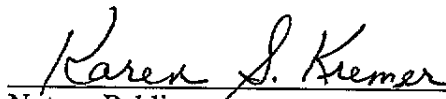
THE UNDERSIGNED, having been named registered agent for the above stated limited liability company, at the place designated in the foregoing Articles of Organization, hereby accepts to act in this capacity, acknowledges that he is familiar with and agrees to comply with the provisions of Section 608.415, Florida Statutes, and accepts all responsibilities and obligations of that position.


JERRY B. WELLS

STATE OF FLORIDA]
] SS
COUNTY OF VOLUSIA]

I HEREBY CERTIFY that before me this day, personally appeared JERRY B. WELLS, to be known to be the person described in or who produced _____ as identification and who executed the foregoing Acceptance and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 14th day of ~~January~~ ^{February}, 2001.


Notary Public
State of Florida at large



Karen S. Kremer
MY COMMISSION # CC786391 EXPIRES
December 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC.