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March 10, 2001

Florida Department of State  
Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314  
(850)487-6051

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-03/13/01--01035--003  
\*\*\*\*125.00 \*\*\*\*125.00

Dear Sir or Madam:

The Articles of Organization of Brechtel Enterprises, LLC are enclosed for registration. A check for \$125.00 is enclosed to cover the filing fee for Articles of Organization (\$100) and designation of Registered Agent (\$25).

As requested in the Florida Department of State directions, the following information is provided:

Name: David L. Brechtel

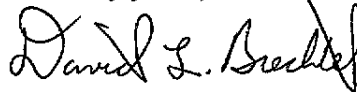
Address: 3856 Moriarity Court  
Tallahassee, Florida 32308

Daytime Telephone Number: (850)894-0960

The planned effective date for Brechtel Enterprises, LLC is March 20, 2001.

Your timely assistance in completing the registration of Brechtel Enterprises, LLC is very much appreciated.

Sincerely yours,



DAVID L. BRECHTEL  
Registered Agent for  
Brechtel Enterprises, LLC

- 2 ATCHs: 1. Articles of Organization for Brechtel Enterprises, LLC  
2. Check for \$125.00 to Florida Department of State

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**of**  
**Brechtel Enterprises, LLC**

The undersigned certifies that he is acting as the organizing Member for the purpose of forming 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. The undersigned further certifies that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I – NAME**

The name of the limited liability company is Brechtel Enterprises, LLC.

**ARTICLE II – ADDRESS**

The mailing address and the street address of the principal office of Brechtel Enterprises, LLC is 3856 Moriarity Court, Tallahassee, Florida 32308.

**ARTICLE III—OWNERSHIP**

There shall be two (2) initial members of this limited liability company, whose names, addresses and percentages of ownership are as follows:

<b>DONALD L. BRECHTEL, Sr.</b>	<b>80%</b>
3856 Moriarity Court	
Tallahassee, Florida 32308	

<b>DAVID L. BRECHTEL</b>	<b>20%</b>
3856 Moriarity Court	
Tallahassee, Florida 32308	

**ARTICLE IV – 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 the 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.

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TALLAHASSEE, FLORIDA

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 and 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 or 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 or 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.

## **ARTICLE V—MANAGEMENT**

The limited liability company shall be managed by two managers. The following are the names and addresses of the individuals who shall serve as managers of the limited liability company:

**DONALD L. BRECHTEL, Sr.**  
3856 Moriarity Court  
Tallahassee, Florida 32308

**DAVID L. BRECHTEL**  
3856 Moriarity Court  
Tallahassee, Florida 32308

## **ARTICLE VI—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, two managers of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a vote of the members of the limited liability company in accordance with the percentage of ownership.

## **ARTICLE VII—MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by consent based on percentage of ownership. 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 written consent based on percentage of ownership of all members, or except as specified in a separate written agreement regarding purchase and sale executed by 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 consent of the remaining members based on percentage of ownership.

## **ARTICLE VIII—DISTRIBUTIONS OF PROFITS**

The members shall be entitled to the net profits, as defined in the regulations, arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. The distribution of the profits shall be determined based on the percentage of ownership in the limited liability company.

## **ARTICLE IX—DURATION**

The limited liability company shall commence on the date the Articles of Organization are duly filed as required by law and shall continue in existence for a

term of One Hundred (100) years, unless sooner terminated, liquidated or dissolved, as provided in the regulations adopted by the members.

**ARTICLE X—INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 3856 Moriarity Court, Tallahassee, County of Leon, State of Florida 32308, and the name of the company's initial registered agent at that address is DAVID L. BRECHTEL.

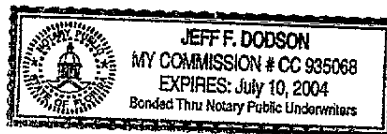
The undersigned, being the organizing member of the limited liability company, certifies that this instrument constitutes the proposed articles of Organization of Brechtel Enterprises, LLC.

Executed by the undersigned at Tallahassee, Leon County, Florida, on the 10<sup>th</sup> day of March 2001.

*Donald L. Brechtel*

DONALD L. BRECHTEL, Sr.

STATE OF FLORIDA     )  
COUNTY OF LEON     )



I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared DONALD L. BRECHTEL, Sr., who is personally known to me to be the person who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that he made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 10<sup>th</sup> day of March 2001.

*Jeff F. Dodson*

Signature of Notary Public

Print: JEFF F. DODSON

My Commission No. is: 907/10/04

My Commission Expires: CC 935068

**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

STATE OF FLORIDA     )

COUNTY OF LEON     )

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 Brechtel Enterprises, LLC.

The name of the registered agent for Brechtel Enterprises, LLC is DAVID L. BRECHTEL, and the street address of the registered office where the agent is located is 3856 Moriarity Court, Tallahassee, Leon County, Florida 32308.

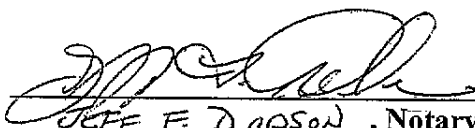
This statement is to acknowledge that, as indicated above, Brechtel Enterprises, LLC has appointed me, DAVID L. BRECHTEL, ESQUIRE, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept appointment as registered agent and agree 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: This 10 day of March, 2001.



  
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DAVID L. BRECHTEL, Registered Agent

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of March, 2001, by DAVID L. BRECHTEL, agent on behalf of Brechtel Enterprises, LLC, a limited liability company, who is personally known to me or who produced FL. DRIVER'S LICENSE as identification.

  
\_\_\_\_\_  
JEFF F. DODSON, Notary Public  
My Commission Number is: CC 935068  
My Commission Expires: 07/10/04