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GEORGE VEGA, JR.
THOMAS R. BROWN, P.A.
JOHN F. STANLEY*
CONSTANCE M. BURKE
DEMIAN M. KRUCHTEN
MICHAEL G. MOORE
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2660 AIRPORT ROAD SOUTH
NAPLES, FLORIDA 34112-4899

MARCO ISLAND OFFICE
950 NORTH COLLIER BLVD

TELEPHONE (941) 774-3333
TELECOPIER (941) 774-6420

March 12, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300003852783--1
-03/14/01-01078-011
***130.00 ***130.00

RE: Mertens Meats & Seafood, LLC.

Dear Sir or Madam:

Enclosed please find our check for \$130.00 for the filing fees and a certificate of status for Mertens Meats & Seafood, LLC. When you receive these documents and issue a certificate of status, please fax a copy of it to me at (941) 774-6420. This way we may proceed with the loans on our side in the time it takes to receive the hard copy.

Thank you for your cooperation.

If you have any questions please call me at (941) 774-3333.

Very truly yours,

DM. Kruchten

Demian M. Kruchten, Esquire

DMK:lma
Enclosures

FILED
MAR 14 PM 4:26
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

L01-4156
QR

**ARTICLES OF ORGANIZATION FOR
MERTENS MEATS & SEAFOOD LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is **MERTENS MEATS & SEAFOOD, L.L.C..**

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 13510 #6 N. Tamiami Trail, Naples, FL 34110.

**ARTICLE III
REGISTERED AGENT**

THE NAME AND STREET ADDRESS OF THE L.L.C.'S INITIAL REGISTERED AGENT FOR SERVICE OF PROCESS IN THE STATE IS: DEMIAN M. KRUCHTEN, ESQUIRE, 2660 AIRPORT ROAD SOUTH, NAPLES, FL 34112-4899.

**ARTICLE IV
DURATION**

The period of duration for the Limited Liability Company shall be perpetual, unless otherwise stated in the Limited Liability Company Operating Agreement.

**ARTICLE V
MANAGEMENT**

The Limited Liability Company is to be Manager managed. The name and address of the Manager is as follows:

Kevin Keith Mertens - 2651 Oak Ridge Trail, Woodbury, MN 55125

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CLERK OF DISTRICT COURT
JUDICIAL DISTRICT NO. 1
TAMPA, FLORIDA

ARTICLE VI

ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted with the unanimous written consent of the existing members, unless otherwise provided in the Limited Liability Company Operating Agreement.

ARTICLE VII

MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company may consent to continue the business on the 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, within ninety days following the occurrence of such event.

Executed this 7 day of March, 2001.



Kevin Keith Mertens , Member

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SECRETARY OF STATE
NOTARY PUBLIC
11100A


**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

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 **MERTENS MEATS & SEAFOOD, L.L.C..**
2. The name and address of the registered agent and office is:

Demian M. Kruchten, Esquire
2660 Airport Road South
Naples, FL 34112-4899

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 certificate, 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.


Date: 2-1-01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA