

L01000004568

SCOTT F. BARNETT

CHARTERED
ATTORNEYS & COUNSELORS AT LAW

March 19, 2001

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

900003890649--2
-03/21/01-01084-001
****130.00 ****130.00

Re: Articles of Organization of SHBWK MEMBERSHIP, LLC

Dear Sir/Madam:

Enclosed please find the following:

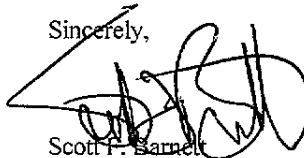
1. One original and a copy of the Articles of Organization of the above referenced Corporation.
2. A check in the amount of \$130.00 made payable to the Secretary of State to cover the appropriate filing fees:

Filing Fees	\$100.00
Registered Agent Fee	\$ 25.00
Certificate of Status	\$ 5.00
	<u>\$130.00</u>

Please file the Articles of Organization and return to the undersigned a copy of the Articles of Organization marked filed by your office.

If you have any questions whatsoever, please do not hesitate to contact the undersigned. Thank you in advance for your cooperation.

Sincerely,


Scott F. Barnett
For the Firm

SFB:sfb
Enclosures Articles Of Organization, Check For Filing Fee
cc: Stephen H. Barnett

FILED
01 MAR 21 PM 12:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3p
234 EAST DAVIS BOULEVARD, TAMPA, FL 33606
Voice 813.251.3330 • FAX 813.251.3841
E Mail SFBarnett@aol.com

ARTICLES OF ORGANIZATION
of
SHBWK MEMBERSHIP, LLC

ARTICLE I
NAME OF LIMITED LIABILITY COMPANY

The name of this Limited Liability Company is:

SHBWK, LLC

ARTICLE II
DURATION OF COMPANY EXISTENCE

The duration of the Company shall be perpetual.

ARTICLE III
MAILING ADDRESS AND STREET ADDRESS OF PRINCIPAL OFFICE

A. MAILING ADDRESS. The mailing address of the Company is:

7142 N.W. 66th Terrace
Parkland, FL 33067

B. STREET ADDRESS OF PRINCIPAL PLACE OF BUSINESS. The street address of the principal place of business of the Company is:

7142 N.W. 66th Terrace
Parkland, FL 33067

ARTICLE IV
INITIAL REGISTERED AGENT AND OFFICE OF AGENT

A. The name of the initial Registered Agent of this Company at such address is:

SCOTT F. BARNETT

B. The street address of the initial registered office of this Company is:

234 East Davis Boulevard
Tampa, FL 33606

ARTICLE V
ADDITIONAL MEMBERS

Additional members may be admitted to the Company upon the assent of the persons managing the Company pursuant to these Articles and upon completion of all acts required under Florida law.

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TALLAHASSEE, FLORIDA

ARTICLE VI
CONTINUATION OF COMPANY

The remaining members of the Company may continue the business of the Company 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 Company.

ARTICLE VII
MANAGEMENT; APPARENT AUTHORITY

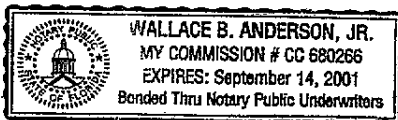
The Company is to be managed by the member(s); provided, however, the member(s) shall elect a board of directors which, in turn, shall elect officers all of which will be as provided by resolutions passed by the members, By Laws adopted by the members or directors, and/or an operating agreement entered into by the member(s). No Member shall have authority to take or engage in any action, in its capacity as a Member, to bind the Company in any manner. This provision is intended to (i) provide actual notice to those who read it, or should have read it, that the rules of apparent authority do not apply to this Company.

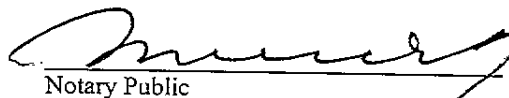
IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 19th day of March, 2001.


SCOTT F. BARNETT

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

THE FOREGOING INSTRUMENT was acknowledged before me this 19th day of March, 2001 by SCOTT F. BARNETT, who X is personally known to me or has produced as identification and did not take an oath. [Notary, check appropriate blank; and, if obtaining identification, fill in appropriate identification number.]




Notary Public

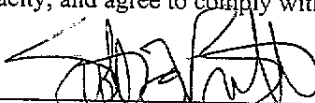
WALLACE B ANDERSON, JR
(Printed Name of Notary)

My Commission Expires: _____

(Serial Number, if any) _____

ACKNOWLEDGMENT OF RESIDENT AGENT

Having been named to accept service of process for SHBWK, LLC at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 48.04, Florida Statutes, relative to keeping open said office.


SCOTT F. BARNETT

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MAR 21 PM 12:18
CLERK OF STATE
TALLAHASSEE FLORIDA