

LO1000005979

Leahy & Associates, P.A.
A Professional Association

Timothy B. Leahy, Esquire

April 10, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Filing of a Limited Liability Company

Dear Sir(s):

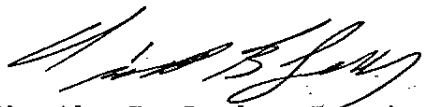
LO1-5979

Please find enclosed the original Articles of Organization for SHERBA INSTRUMENTS, L.L.C., and one copy of said Articles of Organization. Also please find enclosed my check in the amount of \$125.00 to cover the cost involved in the filing of Articles of Organization for Sherba Instruments, L.L.C., as a limited liability company and for the Certificate of Registered Agent. Please send all things that will be sent from your office that involve the above limited liability company to the offices of Leahy & Associates, P.A., 535 Central Avenue, Suite 300, St. Petersburg, FL 33701.

Thank you for your cooperation concerning this matter. If you have any questions, please feel free to contact me.

Sincerely,

Leahy & Associates, P.A.



Timothy B. Leahy, Esquire
Enclosures
TBL/dw

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****125.00 ****125.00

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION

OF

SHERBA INSTRUMENTS, L.L.C.

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization;

ARTICLE I

NAME:

The name of the Limited Liability Company shall be SHERBA INSTRUMENTS, L.L.C.

ARTICLE II

STREET and MAILING ADDRESS

The principal place of business in Florida shall be 6611 Orchid Lake Rd., New Port Richey, Florida 34653. The mailing Address of the Company in Florida shall be P.O. Box 880, New Port Richey, Florida 34656.

ARTICLE III

DURATION:

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate as provided in these Articles of Organization.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is Thomas Sherba, 6611 Orchid Lake Rd., New Port Richey, Florida, 34653.

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STATE
TALLAHASSEE FLORIDA

ARTICLE V

ADMISSION OF NEW MEMBERS

No additions members shall be admitted to the Company except of the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI

TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members, provided there are at least One (1) remaining member.

ARTICLE VII

MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law of these Articles of Organization. The names and addresses of the managing member of the Company is:

NAMES

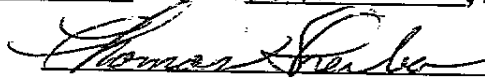
Thomas Sherba

ADDRESS

6611 Orchid Lake Rd.
New Port Richey, Florida, 34653

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CLERK OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Pasco County, Florida, for the foregoing use(s) and purpose(s) this 22 day of MARCH, 2001.

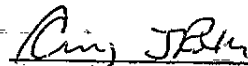

Thomas Sherba

STATE OF FLORIDA
COUNTY OF Pasco

The foregoing instrument was acknowledged before me this 22 day of 22, 2001, by Thomas Sherba who is personally known or who has produced Passport photo as identification and who (did) (did not) take an oath.



Cindy J. Roth
My Commission CC849731
Expires August 6, 2003


NOTARY PUBLIC

Print: Cindy J. Roth

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in the Articles of Organization, 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.

Dated this 22 day of MARCH, 2001


Thomas Sherba

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ALACHUA COUNTY FLORIDA