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J. MICHAEL ROONEY

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May 29, 2001

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Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32301

MJH

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN 18 PM 4:04

FILED

Re: G.V. K. Consultants, L.C.

Dear Sirs:

I enclose for filing with the Division of Corporations the original and one copy of the Articles of Organization of G.V.K. Consultants, L.C. along with the Affidavit of Membership and Contribution and the Statement Designating Registered Agent and Office.

I have attached my firm's check in the amount of \$125.00 for the filing fee for these Articles. I would ask that you please return the extra copy of the Articles showing the date of filing and filing number.

Should you have any questions or problems with any of these documents, please do not hesitate to contact me.

Very truly yours,



J. MICHAEL ROONEY

JMR:gg
enclosures
ec: G.V.K. Consultants, L.C.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 4, 2001

J. MICHAEL ROONEY
POST OFFICE BOX 510400
PUNTA GORDA, FL 33951-0400

SUBJECT: G.V.K. CONSULTANTS, L.C.
Ref. Number: W01000012617

We have received your document for G.V.K. CONSULTANTS, L.C. and your check(s) totaling \$125.00. 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.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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: 001A00033821

ARTICLES OF ORGANIZATION
OF
G.V.K. CONSULTANTS, L.C.

01 JUN 18 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

THE UNDERSIGNED CERTIFY that we have associated ourselves together for the purpose of becoming 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. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company

ARTICLE I

The name of the limited liability company shall be **G.V.K. CONSULTANTS, L.C** and its principal office shall be located at 14459 River Beach Drive, #C117, Port Charlotte, Florida 33953 and its mailing address is P.O. Box 381072, Murdock, Florida 33938, in the City of Port Charlotte, County of Charlotte, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

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.

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 corporation, 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 extent 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 and 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 III

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, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by one (1) manager. The name and address of the person who shall serve until the first annual meeting of the members is **GARY A. KEHRER**,

P.O. Box 381072, Murdock, Florida 33938.

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. 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 unanimous written consent of 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 unanimous consent of the remaining members.

ARTICLE VI

PROFITS AND LOSSES

(a) *Profit Sharing.* The members shall be entitled to the net profits 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. Each member shall be entitled to the distributive share of the profits specified as follows:

50 % to **GARY A. KEHRER**

50 % to **VIVIAN HAGEN**

The distributive share of the profits shall be determined and paid to the members on the last day of

each tax year.

(b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if those sources are insufficient to cover such losses, by the members in prorata shares in the following amount:

GARY A. KEHRER 50%

VIVIAN HAGEN 50%

ARTICLE VII

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT


The address of the initial registered office of the limited liability company is 306 East Olympia Avenue, City of Punta Gorda, County of Charlotte, State of Florida, and the name of the company's initial registered agent at that address is **J. MICHAEL ROONEY, ESQUIRE.**

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **G.V.K. CONSULTANTS, L.C.**

EXECUTED by the undersigned at 306 East Olympia Avenue, Punta Gorda, Florida this

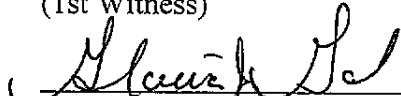
17th day of June, 2001.

Signed sealed and delivered in
our presence:

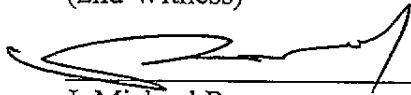


J. Michael Rooney
(1st Witness)



GARY A. KEHRER



Gloria J. Gal
(2nd Witness)



J. Michael Rooney
(1st Witness)


VIVIAN HAGEN

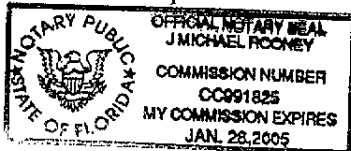



Gloria J. Gal
(2nd Witness)

STATE OF FLORIDA
COUNTY OF CHARLOTTE

SWORN TO, subscribed and acknowledged before me this 17th day of June, 2001, by GARY A. KEHRER, who is personally known to me, or who has produced _____ as identification.

My commission expires:

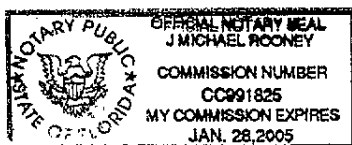



J. MICHAEL ROONEY
Notary Public, State of Florida at Large

STATE OF FLORIDA
COUNTY OF CHARLOTTE

SWORN TO, subscribed and acknowledged before me this 17th day of June, 2001, by VIVIAN HAGEN, who is personally known to me, or who has produced _____ as identification.

My commission expires:




J. MICHAEL ROONEY
Notary Public, State of Florida at Large

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA
COUNTY OF CHARLOTTE**

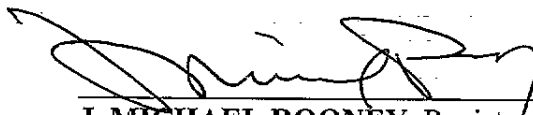
PURSUANT TO the provisions of Section 608.415, and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **G.V.K. CONSULTANTS, L.C.**

The name of the registered agent for **G.V.K. CONSULTANTS, L.C.** is **J. MICHAEL ROONEY, ESQ.**, and the street address of the company's principal office where the agent is located is 306 East Olympia Avenue, Punta Gorda, Florida 33950.

This statement is to acknowledge that as indicated above, **G.V.K. CONSULTANTS, L.C.** has appointed me, **J. MICHAEL ROONEY, ESQ.**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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: June 11, 2001



J. MICHAEL ROONEY, Registered Agent

THE FOREGOING INSTRUMENT was acknowledged before me this 11 day of June, 2001 by **J. MICHAEL ROONEY** agent on behalf of **G.V.K. CONSULTANTS, L.C.**, a limited liability company. He is: ☒ personally known to me

My commission expires:



**GLORIA J. GAL
NOTARY PUBLIC
State of Florida**