

W010000011959

DEAN HANEWINCKEL, P.A.

SEAFOAM VILLAGE
SUITE 110
2800 PLACIDA ROAD
ENGLEWOOD, FLORIDA 34224

(941) 697-8383

FAX (941) 697-8515

July 5, 2001

W01-15930

7/20
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

600004464216--7
-07/09/01--01062--003
***155.00 ***155.00

Re: L.L.B. Acquisitions, L. L.C.

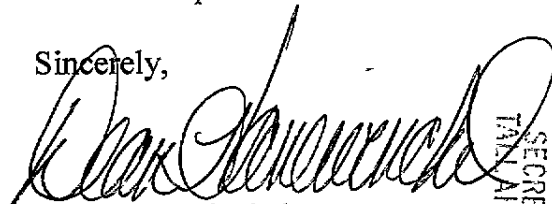
Ladies/Gentlemen: remove A-V - no exhibit A

With regard to the above, enclosed please find original and copy of Articles of Organization, together with Certificate Designating Registered Agent, and our client's check in the amount of \$155.00, representing the following:

Filing fee	\$100.00
Certificate Designating Registered Agent	\$ 25.00
Certified Copy	\$ 30.00

We request that the Articles be filed and the enclosed copy be certified and returned to the undersigned. Thank you for your prompt attention to this request.

Sincerely,


Dean Hanewinckel

DH/rpa
Enclosures

01 JUL 20 PM 4:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 11, 2001

DEAN HANEWINCKEL
2800 PLACIDA ROAD, SUITE 110
SEAFOAM VILLAGE
ENGLEWOOD, FL 34224

SUBJECT: L.L.B. ACQUISITIONS, L.L.C.
Ref. Number: W01000015930

We have received your document for L.L.B. ACQUISITIONS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Remove Article V which refers to an Exhibit A. No Exhibit A was attached and the Affidavit of Membership and Contributions is no longer accepted.,

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 601A00040913

ARTICLES OF ORGANIZATION

OF

L.L.B. ACQUISITIONS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be L.L.B. ACQUISITIONS, LLC. (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 6800 Placida Road, Englewood, FL 34224.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved 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
Dean Hanewinckel, 2800 Placida Road, Suite 110, Englewood, FL 34224.

01 JUL 20 PM 4:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on 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.

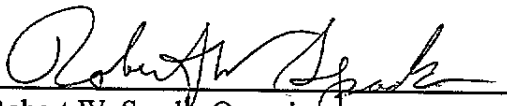
ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT


The company shall be managed by a manager in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Robert W. Spade, 6800 Placida Road, Englewood, FL 34224.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Englewood, Charlotte County, Florida on this 18th day of June, 2001.


Robert W. Spade, Organizer

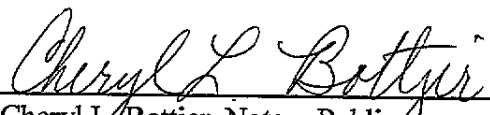

Robert L. Harrison, Organizer

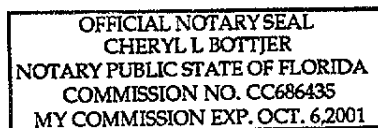
L.L.B. Acquisitions, Inc.

By: 
Robert W. Spade, President

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Sworn to (or affirmed) and subscribed before me this 18th day of June, 2001 by ROBERT W. SPADE, who is personally known to me.


Cheryl L. Bottjer, Notary Public



STATE OF OHIO

COUNTY OF HAMILTON

Sworn to (or affirmed) and subscribed before me this 18th day of June, 2001, by ROBERT L. HARRISON, who is personally known to me OR who produced identification.

Type of identification produced: _____

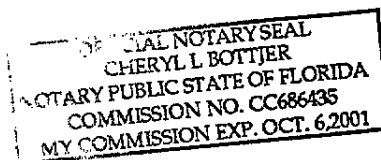
Susan S. Consolo
Notary Public

SUSAN S. CONSOLO
Notary Public, State of Ohio
My Commission Expires Aug. 13, 2001

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Sworn to (or affirmed) and subscribed before me this 18th day of June, 2001, by ROBERT W. SPADE, as president of L.L.B. Acquisitions, Inc., who is personally known to me.

Cheryl L. Bottjer
Cheryl L. Bottjer, Notary Public



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of LLB ACQUISTIONS, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.


Dean Hanewinkel, Registered Agent