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July 30, 2001

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: C B B Enterprises 1, L.L.C.

Dear Sir/Madam:

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****155.00 ****155.00

Enclosed for filing you will find the following:

L01-13319

1. Articles of Organization of C B B Enterprises 1, L.L.C., a Florida Limited Liability Company.
2. Statement Designating Registered Agent and Office of C B B Enterprises 1, L.L.C.

Please file the Articles of Organization and return proof of filing, as well as a Certified Copy to the undersigned at your earliest convenience. Our check in the amount of \$155.00 made payable to the Florida Division of Corporations is enclosed to cover the required filing fee (\$100.00 for filing Articles of Organization, \$25.00 for Registered Agent Designation, and \$30.00 for Certified Copy).

If you have any questions or if additional information is required, please do not hesitate to call.

Thank you in advance for your cooperation and assistance.

Sincerely,
Bruce R. Abernethy, Jr.

Bruce R. Abernethy, Jr.

BRA/jlb
Enclosures

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 2, 2001

BRUCE R. ABERNETHY, JR., P.A.
ATTORNEY AT LAW
900 VIRGINIA AVENUE, PROFESSIONAL CTR #6
FORT PIERCE, FL 34982

SUBJECT: C B B ENTERPRISES 1, L.L.C.
Ref. Number: W01000017834

We have received your document for C B B ENTERPRISES 1, 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):

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.

The statement in parentheses near the bottom of page 4 refers to "this affidavit."

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 701A00044614

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TALLAHASSEE FLORIDA

Articles Of Organization

of

C B B Enterprises 1, L.L.C.

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles Of Organization for such Company:

Article I

Name

The name of the limited liability company is C B B Enterprises 1, L.L.C.

Article II

Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles Of Organization with the Florida Department Of State.

Article III

Units Of Equity Ownership

Section A. Authorized Units of Equity Ownership. The maximum number of units of equity ownership units C B B Enterprises 1, L.L.C. is authorized to have outstanding is 1,000 units, all of which shall be identical units.

Section B. Right to Redeem Units. Without regard to any other power to purchase units of the Company as permitted by law, the Company may purchase outstanding units in an amount not to exceed its capital, paid-in surplus and retained earnings.

Article IV

Registered Agent And Office

The address of the initial Registered Office of the Company is Park Shores Circle, #219-F, Vero Beach, Florida 32963, and the name of its initial Registered Agent at such address is Crystal B. Mestemaker.

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Article V
Principal Office and Mailing Address

The mailing address of the Company is P.O. Box 3782, Vero Beach, Florida 32964, and the street address of the principal office of the Company is Park Shores Circle, #219-F, Vero Beach, Florida 32963.

Article VI
Organizer

The name and address of the organizer is:

Crystal B. Mestemaker
Park Shores Circle, #219-F
P.O. Box 3782
Vero Beach, Florida 32964

The organizer is a natural person over the age of twenty one years.

Article VII
Purpose And Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

Article VIII
Management

The Company is to be managed by a Member-Manager or Member-Managers. The Member-Manager(s) of the Company shall be named pursuant to the Operating Agreement of the Company. The initial Member-Manager of the Company, who shall serve as such until its successor is elected and shall qualify, is:

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Office

Name and Address

Member-Manager

Crystal B. Mestemaker
Park Shores Circle, #219-F
P.O. Box 3782
Vero Beach, Florida 32964

Article IX
Indemnification

The Company shall indemnify any Member and/or Member-Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that such Member and/or Member-Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member and/or Member-Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Member and/or Member-Manager in the event of (i) a breach of such Member and/or Member-Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member and/or Member-Manager derived an improper personal benefit, or (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act, or (v) judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the Company, or against expenses in any such case where such Member and/or Member-Manager shall be adjudged liable to the Company. Any indemnification provided for in this Article (unless ordered by a court) shall be made by the Company only as authorized in the specific case upon a determination that indemnification of the Member and/or Member-Manager is proper in the circumstances because such Member and/or Member-Manager had met the applicable standard of conduct set forth in this Article. Such determination shall be made: (i) by the Members by a majority vote of a quorum consisting of Members who were not parties to such action, suit, or proceeding; or (ii) by

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special legal counsel, selected by the Members by vote as set forth in (i) above.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

Article X
Real Estate Documents

All conveyances and mortgages of and leases relating to real property made by the Company shall be executed by any Officer of the Company, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by any Officer of the Company.

Article XI
Amendment Of Articles Of Organization

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles Of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

(In accordance with section 608.408(3), Florida Statutes, the execution of this ^{instrument} ~~affidavit~~ constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Signature of member or authorized representative of member.

Dated July 25, 2001.


Crystal B. Mestemaker
Organizer

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In accordance with the provisions of Chapter 48.091, Florida Statutes, C B B ENTERPRISES 1, L.L.C., desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization in the City of Vero Beach, County of Indian River, State of Florida, has named CRYSTAL B. MESTEMAKER, whose address is Park Shores Circle, #219-F, Vero Beach, FL 32963, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above stated Limited Liability Company at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

DATED: _____

7-25-01

Crystal B Mestemaker
CRYSTAL B. MESTEMAKER

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STATE
TALLAHASSEE
FLORIDA