

CT CORPORATION SYSTEM

L01000013411

CORPORATION(S) NAME

MilRose, LLC

800004529228--3

-08/13/01--01005--004

****155.00 ****155.00

RECEIVED
DEPT. OF STATE
DIVISION OF CORPORATIONS
2001 AUG 10 PM 4:19

WILL RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input checked="" type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Photocopies | |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Mail Out | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |

FILED
01 AUG 10 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

8/10/01

Order#: 4722945

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

FILED
AUG 10 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
MilRose, LLC**

These Articles of Organization of Milrose, LLC, (the "Company"), are dated as of August 10, 2001, and are being duly executed and filed by the undersigned person pursuant to the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. It is further declared that the following articles shall serve as the charter and authority for the conduct of business of MilRose, LLC.

Article I: Name and Principal Place of Business: The name of the limited liability company shall be:

MilRose, LLC

The principal place of business shall be: 1702 S. Washington Avenue, Titusville, Florida 32780, but shall have the power and authority to establish branch offices at other places as the members may designate. The mailing address of the business shall be: Post Office Box 25, Cape Canaveral, Florida.

Article II: Initial Registered Office and Registered Agent: The address of the initial registered office of MilRose, LLC is 1702 S. Washington Avenue, Titusville, Florida 32780, the name of the company's initial registered agent is John H. Evans.

Article III: 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 IV: Management: This limited liability company shall be managed by one manager. The name and address of the person who shall serve as manager is John H. Evans, 1702 S. Washington Avenue, Titusville, Florida 32780.

Article V: Purposes and Powers: Besides 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, 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 do to any and all things set forth in these articles to the same extent as a natural person might or could do;

FILED
AUG 10 PM 5:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3. To purchase or otherwise acquire, undertake, carry on, improve, develop, all or any of the business, good will, rights, assets, liabilities of any person, firm, association, 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, 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 any and all 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 an agent, nominee, or attorney-in-fact for any persons or corporations, 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 extend 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;

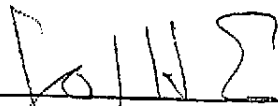
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these articles, either alone or in association with others incidental or pertaining to, or going 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 to do any act which a limited liability company, may not, under Florida laws, lawfully carry on, exercise, or do.

Article VI: 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 VII: Membership Restrictions: Admission of new members and continuation of the limited liability company upon the death, retirement, resignation, expulsion, or bankruptcy of a member shall be as set forth in the MilRose, LLC members agreement.

Article VIII: Profits and Losses: The division and allocation of profits and losses among the members shall be as set forth in the MilRose, LLC members agreement.

IN WITNESS WHEREOF, the undersigned being a member of the limited liability company certifies that this instrument constitutes the Articles of Organization for Milrose, LLC


JOHN H. EVANS
Authorized Representative,
Registered Agent

FILED
01 AUG 10 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

\\Barbara\Client Files\Julia\MyFiles\milrose LLC-7533\articles of organization 8-10-01.wpd