

LO10000014431

OFFICES

COLEMAN, TALLEY, NEWBERN, KURRIE, PRESTON & HOLLAND

A LIMITED LIABILITY PARTNERSHIP

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OF COUNSEL
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(1912-1990)

HENRY T. BRICE
(1925-1976)

8/22 August 20, 2001

MSJ

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/22/01--01044--003
****125.00 ****125.00

Re: Kingfish Holdings, LLC


Dear Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the referenced limited liability company. Also, enclosed please find our check in the amount of \$125.00 in payment for filing the above documents.

If you find all in order, please file the above documents as per your custom.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,


Thompson Kurrie, Jr.

TK,jr:hef
Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
KINGFISH HOLDINGS, LLC**

ARTICLE I - Name:

The name of the Limited Liability Company is: "Kingfish Holdings, LLC".

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1180 Gulf Boulevard, PH 1/ #2001
Clearwater Beach, Florida 33767

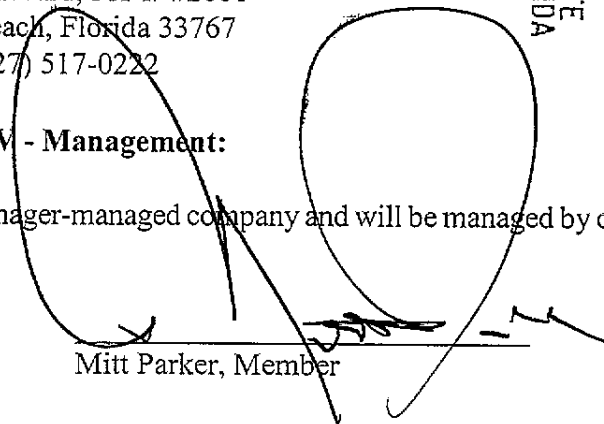
ARTICLE III - Registered Agent and Registered Office

The name and the Florida street address of the registered agent is:

Mitt Parker
1180 Gulf Boulevard, PH 1/ #2001
Clearwater Beach, Florida 33767
Tel: (727) 517-0222

ARTICLE IV - Management:

The Limited Liability Company is a manager-managed company and will be managed by one or more managers.


Mitt Parker, Member

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

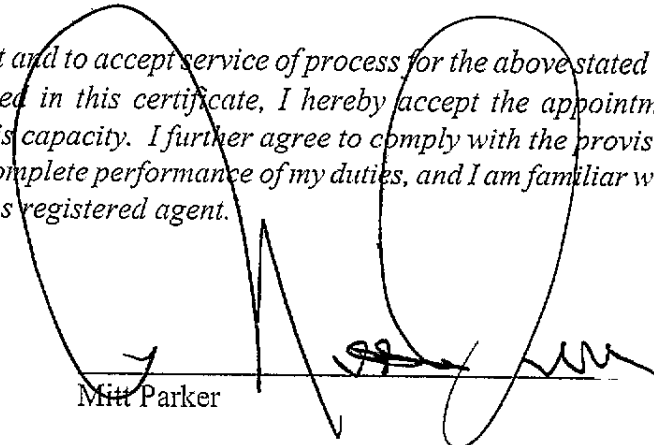
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED
LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: KINGFISH HOLDINGS, LLC.
2. The name and address of the registered agent and office is:

Mitt Parker
1180 Gulf Boulevard, PH 1/ #2001
Clearwater Beach, Florida 33767
Tel: (727) 517-0222

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designed in this certificate, 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 regarding the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Mitt Parker