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FEE, KOBLEGARD & DeROSS
ATTORNEYS AT LAW
An Affiliation of Professional Associations

401 SOUTH INDIAN RIVER DRIVE
FORT PIERCE, FLORIDA 34950

FRANK H. FEE, III
R.N. KOBLEGARD, III, -
Board Certified Civil Trial Lawyer
SANDRA G. RENNICK
of FEE & KOBLEGARD, P.A.

JOSEPH J. DeROSS, JR.
of JOSEPH J. DeROSS, JR., P.A.

FRANK FEE (1913-1983)
OTIS R. PARKER, JR. (1910-1982)

TELEPHONE
(561) 461-5020

TELECOPIER
(561) 468-8461

September 6, 2001

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

Re: K & B Okeechobee, L.L.C.;
K & B Fort Pierce, L.L.C.

Gentlemen:

Please find enclosed the original and one copy of the Articles of Organization of K & B Okeechobee, L.L.C. and K & B Fort Pierce, L.L.C. and Acceptances by Registered Agent regarding the above limited liability companies.

I have also enclosed my check in the amount of \$250.00 as filing fees.

If anything further is required to process the articles, please advise.

Sincerely,

R. N. Koblegard, III

RNK:smb

Encs.

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION
OF
K & B FORT PIERCE, L.L.C.

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DIVISION OF CORPORATIONS
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The undersigned authorized representative of the members, hereinafter named, certifies that the members have associated themselves together for the purpose of becoming a limited liability company pursuant to the laws of the State of Florida (Ch. 608, Florida Statutes), which provide for the formation, rights, privileges and immunities of limited liability companies for profit. The members further declare that the following Articles shall be the Charter and authority for the conduct of business of this limited liability company.

ARTICLE I

NAME

The name of this limited liability company is, and shall be **K & B Fort Pierce, L.L.C.**, and its principal place of business shall be in St. Lucie County, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

DURATION

The period of duration of this limited liability company shall be perpetual, unless unanimously agreed otherwise by the members.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 401 S. Indian River Drive, Fort Pierce, FL 34950, and its mailing address shall be the same.

ARTICLE IV

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of this limited liability company is 401 South Indian River Drive, Fort Pierce, Florida 34950, and the name of its initial registered agent is R. N. Koblegard, III, Esquire.

ARTICLE V

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Capital contributions required of new members shall be determined as of the time of their admission to this limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous consent of all members.

Upon 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 upon unanimous consent of such remaining members.

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ARTICLE VI

PURPOSE

The purposes for which this limited liability company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. This limited liability company shall have all of the powers vested by law in limited liability companies organized and existing pursuant to such laws.

ARTICLE VII

PROFIT AND LOSSES

The members shall be entitled to share in profits and losses arising from operation of the limited liability company business in proportion to their contributions of capital and in accordance with the tax basis of accounting used to prepare the Federal Form 1065. Distributions of net profits, or allocation of net operating losses, may be as set forth in a Members' Agreement unanimously adopted and accepted by the members.

ARTICLE IX

MANAGEMENT

This limited liability company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations 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 names and addresses of the members of the company are:

R. N. Koblegard, III
2319 S. Indian River Drive
Fort Pierce, FL 34950

H. Lavoñ Biship, Jr.
2805 S. Indian River Drive
Fort Pierce, FL 34950

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The undersigned hereby certifies that he is the duly authorized representative of all members hereinabove named of the limited liability company, and that the foregoing constitutes the Articles of Organization of K & B Fort Pierce, L.L.C.

Executed by the undersigned at Fort Pierce, St. Lucie County, Florida, on the 6th day of September, 2001.

By: 

R. N. KOBLEGARD, III, ESQUIRE
Attorney at Law
Authorized Representative
Pursuant to §608.407,
Florida Statutes

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in these Articles, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


R. N. KOBLEGARD, III, ESQUIRE

DATE: September 6, 2001

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