

LO1000017663



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October 8, 2001

REPLY TO: Port Charlotte

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

300004631503--9
-10/11/01--01041--007
****125.00 ****125.00

Re: Tri-Lamb, L.L.C.

Dear Sir/Madam:

LO1-17663

Enclosed please find the original and executed copy of the Articles of Incorporation of the above-referenced corporation, Designation of Registered Agent and Registered Office and our firm's check in the amount of \$125.00 for the filing fee.

I would appreciate your returning to this office the Certificate of Incorporation, copy of the filed Articles and receipt at your earliest convenience.

If you have any questions, please feel free to contact my office. Thank you for your assistance in this matter.

Sincerely,

WILKINS, FROHLICH, JONES,
HEVIA, RUSSELL & SUTTER, P.A.


John B. Mizell

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DIVISION OF CORPORATIONS
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Enclosures

ARTICLES OF ORGANIZATION

OF

TRI-LAMB, L.L.C.

Pursuant to Section 608.407, Florida Statutes, these Articles of Organization for a limited liability company provide that:

ARTICLE I - NAME

The name of the limited liability company is TRI-LAMB, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the limited liability company is 1105 Taylor Road, Unit K, Punta Gorda, Florida 33950.

ARTICLE III - REGISTERED AGENT

The name and street address of the initial registered agent for service of process is DAVID L. SCHNULLE, 7050 Cypress Grove Circle, Punta Gorda, Florida 33982.

ARTICLE IV - MANAGEMENT

The Company shall be a member managed company.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

A new member may be admitted into the Company only if: (i) all the other members approve of such admission; and (ii) said new member executes such instruments as the other members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted to be bound by all of the covenants, terms and conditions of this agreement then in effect. Said new member shall receive a capital interest and an interest in the net profits and net losses and cash flow of the Company in an amount to be determined by all the other members at the time of said admission.

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ARTICLE VI - MEMBERS RIGHT TO CONTINUE BUSINESS

Any rights of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion or bankruptcy or the occurrence of any other event which terminates the continued membership of a member in the Company shall be provided in the Company Operating Agreement.

ARTICLE VII - DURATION

The duration of this Company shall be perpetual.

ARTICLE VIII - PURPOSE

The purpose for which this Company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Section 608.403 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned, has hereunto subscribed his name and affixed his seal this 2nd day of October, 2001.

Witnesses:

Edul M. Keene

David L. Schnulle

David L. Schnulle

Jim Bryan

STATE OF FLORIDA:
COUNTY OF CHARLOTTE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID L. SCHNULLE to me known to be the person described as incorporator or who has produced _____ as identification, and who executed the foregoing Article _____ Organization, and he acknowledged that he executed the same for the purpose therein stated and did not take an oath.

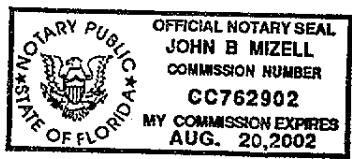
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DIVISION OF CORPORATIONS
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WITNESS my hand and official seal in the State and County aforesaid this
2nd day of October, 2001.

NOTARY PUBLIC:

John B. Mizell
Sign

John B. Mizell
Print Name



Commission No.

My commission expires:

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WILKINS, FROHLICH,
JONES, HEVIA,
RUSSELL & SUTTER
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
PORT CHARLOTTE, 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 TRI-LAMB, L.L.C.
2. The name and address of the registered agent and office is:

DAVID L. SCHNULLE
1105 Taylor Road, Unit K
Punta Gorda, FL 33950

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



David L. Schnulle

Dated: 10/2/2001

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