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ROGERS BOWERS DEMPSEY

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Division of Corporations
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LIMITED LIABILITY COMPANY

THE WALKER COMPANIES L.L.C.

Certificate of Status	0
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Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
THE WALKER COMPANIES L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be The Walker Companies L.L.C., and its principal office shall be located at 15 South J. Street, Lake Worth, County of Palm Beach, State of Florida, 33460 but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The company's initial mailing address is P.O. Box 1265, Lake Worth, FL 33460.

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ARTICLE II

PURPOSES AND POWERS

In addition to 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, and which the limited liability company is authorized to transact, shall be as follows:

1. The retail and wholesale sale of marble and other stones, tile, ceramic, or clay materials (natural or manufactured) used in the construction of buildings and other improvements to real property, and the installation and fabrication of marble and other stone, tile, ceramic, or clay materials (natural or manufactured) used in the construction of buildings and other improvements to real property (the "Business Purpose").

2. In carrying out the Business Purpose 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, or 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.

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3. To exercise all or any 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, in carrying out the Business Purpose.

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.

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 do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do. The term "operating agreement" as used in these Articles shall mean the written operating agreement between the Members as the same shall be amended and/or restated from time to time.

ARTICLE III**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 by a unanimous vote of the Members of the limited liability company.

ARTICLE IV**MANAGEMENT**

Management of this limited liability company is reserved to its Members, whose names and addresses are as follows:

Coastal Properties of the Palm Beaches L.L.C.
287 Valencia Road
West Palm Beach, Florida 33401

Sharon Moyer
246 Forest Hill Blvd., W. Palm Beach, FL 33405

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The Members may, from time to time, appoint officers of the Company under the Operating Agreement.

ARTICLE V**MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members under the terms and conditions of the Operating Agreement of the Company.

A Member's interest in the limited liability company may not be sold or otherwise transferred except as provided in the Operating Agreement of the Company.

On 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 on unanimous consent of the remaining Members.

ARTICLE VI**CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$2,000.00 cash shall be paid to the limited liability company by the Members as follows:

Coastal Properties of the Palm Beaches L.L.C. - \$1220.00
Sharon Moye - \$1180.00

Coastal Properties of the Palm Beaches, L.L.C. shall own a 51% membership and Sharon Moya shall own a 49% membership interest. Additional contributions may be made as required for company purposes, as determined by the terms and conditions of the Operating Agreement. The Members are not under any obligation to consent to additional contributions except as may be set forth in the Operating Agreement.

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ARTICLE VII

PROFITS AND LOSSES

Notwithstanding any provision to the contrary in these Articles, no creditor of the limited liability company shall have the right to compel the Members or any Member to make any contribution to capital or otherwise pay for losses or liabilities incurred by the limited liability company. The Operating Agreement for the Company may set forth additional provisions with respect to profits and losses so long as such provisions are not in conflict with this Article.

ARTICLE VIII

DURATION

This limited liability company shall exist in perpetuity or until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the Members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is:

15 South J Street, Lake Worth, FL 33460

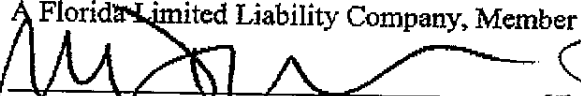
~~1291 Hayes Street, Tallahassee, Fla. 32301-2607~~

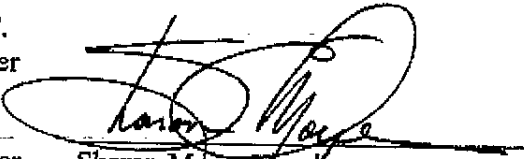
and the name of its initial registered agent at such address is ~~Corporation Service Company~~ MILFORD D. WALKER

The undersigned, being the original Members of the limited liability company, certify that this instrument constitutes the Articles of Organization of The Walker Companies L.L.C.

Executed by the undersigned at West Palm Beach, on 12-31-01

Coastal Properties of the Palm Beaches L.L.C.
A Florida Limited Liability Company, Member

By: 
By: Milford D. Walker, as its Managing Member
and not individually


Sharon Meye, Member

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AFFIDAVIT

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

) SS.

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Pursuant to the provisions of Sections 608.415 or and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is The Walker Companies L.L.C.

The name of the registered agent for The Walker Companies L.L.C. is Milford D. Walker and the street address of the company's principal office where the agent is located is 15 South J. Street, Lake Worth, FL. 33460.


This statement is to acknowledge that, as indicated above, The Walker Companies L.L.C. has appointed me, Milford D. Walker, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: December 31, 2001.

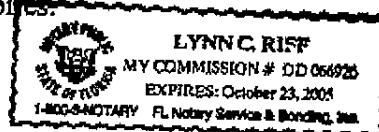

Milford D. Walker

The foregoing instrument was acknowledged before me this 31st by Milford D. Walker. He is personally known to me or has produced DRIVER LICENSE [type of identification] as identification.

FL. W 426 544 613230


Print Name: Lynn Riff
Notary Public
My Commission Expires:

(SEAL)



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