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CHARLES M. SCHWEITZER
1248 S.E. 8TH STREET
DEERFIELD BEACH FL 33441
954 421 1674

April 12, 2002

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-04/22/02--01043--007
****155.00 ****155.00

Enclosed are:

1. Articles of organization to form a Limited Liability Company under the name of C.M. Schweitzer LLC.
2. My check for \$155.00 in fees payable to Florida Department of State for:
 - a. Filing fee \$100.00
 - b. Registered agent designation \$ 25.00
 - c. Certified copy fee \$ 30.00

I assume the certified copy will be sent to me as registered agent.

If you have any questions or need any additional information, please contact me at the phone number above.

Thank you,

Charles Schweitzer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OK

**ARTICLES OF ORGANIZATION
OF
C. M. SCHWEITZER LLC**

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: **C. M. SCHWEITZER LLC**

ARTICLE II - Address:

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

**1248 S. E. 8TH STREET
DEERFIELD BEACH, FL 33441**

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

**CHARLES M. SCHWEITZER
1248 S. E. 8TH STREET
DEERFIELD BEACH, FL 33441**

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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Article IV - Management

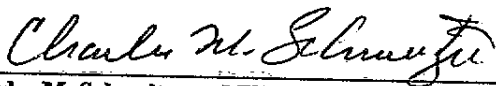
The Limited Liability Company is to be Member-managed company.

Article V - Indemnification

The Limited Liability Company agrees to indemnify and hold harmless any member or other person against any and all claims and demands whatsoever. Notwithstanding this article V, indemnification or advancement of expenses shall not be made to or on behalf of any member, officer, employee, or agent if a judgment or other final adjudication establishes that the actions, or omissions to act, of such member, officer, employee, or agent were material to the cause of action so adjudicated and constitute any of the following:

- (a) A violation of criminal law, unless the manager, managing member, officer, employee, or agent had no reasonable cause to believe such conduct was unlawful.
- (b) A transaction from which the manager, managing member, officer, employee, or agent derived an improper personal benefit.
- (c) In the case of a manager or managing member, a circumstance under which the liability provisions of s. 608.426 are applicable.
- (d) Willful misconduct or a conscious disregard for the best interests of the limited liability company in a proceeding by or in the right of the limited liability company to procure a judgment in its favor or in a proceeding by or in the right of a member.

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



Charles M. Schweitzer MEMBER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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