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JOHN MORGAN BRUNSON
ATTORNEY AND COUNSELOR AT LAW

1474 Jordan Hills Court Clearwater, Florida 33756 Telephone (727) 447-3128 Telecopier (727) 466-6728

May 14, 2002

VIA U.P.S. NEXT DAY

800005555898---7 -05/16/02--01081--012 *****125.00 *****125.00

Florida Department of State 409 East Gaines Street Tallahassee, FL 32399

Re: McDonald Juvenile Furniture, LLC

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Organization for McDonald Juvenile Furniture, LLC along with a check in the amount of \$125.00 to cover the filing fee.

Please advise if you have any questions or comments.

Very truly yours,

ohn Morgan Brunson

Enclosures

FILED

02 MAY 16 PH 1:53

SECRETARY OF STATE ALLAHASSEE, FLORIDA

Ship

ARTICLES OF ORGANIZATION

OF

McDONALD JUVENILE FURNITURE, LLC

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under the provisions of Florida Statute 608, as amended, hereby sets forth the following:

ARTICLE I Name

The name of the Limited Liability Company is **McDONALD JUVENILE FURNITURE**, **LLC**, (hereinafter referred to as the "Limited Liability Company")

ARTICLE II Principal Office & Mailing Address

The principal place of business and mailing address of this Limited Liability Company shall be c/o Tierra Verde Resort, 200 Madonna, Tierra Verde, FL 33715.

ARTICLE III Duration

The Limited Liability Company will terminate upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the membership of a member of this Limited Liability Company, unless the remaining Members elect to continue the business of the Limited Liability Company in accordance with the provisions of the Operating Agreement of the Limited Liability Company.

ARTICLE IV Registered Office and Agent

The address of the initial registered office of the Limited Liability Company is located at 1474 Jordan Hills Court, Clearwater, Florida 33756. The initial registered agent is John Morgan Brunson, Esquire, whose business address is the same as the address of the initial registered office.

ARTICLE V Management

The Limited Liability Company shall be managed by one or more Managers, as further provided in the Limited Liability Company's Operating Agreement. The following

Member is appointed the initial Manager until replaced in accordance with the provisions of the Operating Agreement:

JOHNNIE L. McDONALD

ARTICLE VI Members

The initial members of this Limited Liability Company are:

JOHNNIE L. McDONALD 2185 Marriott Drive #132 West Dundee, IL 60118

WILLIAM A. McDONALD 2185 Marriott Drive #132 West Dundee, IL 60118

ARTICLE VIII Written Operating Agreement

Any operating agreement entered into by the members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Limited Liability Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Limited Liability Company, as amended and in existence from time to time.

Dated: May 14, 2002.

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Member, Manager

STATE OF FLORIDA **COUNTY OF PINELLAS**

The foregoing Articles of Organization were acknowledged before me this பும் day of May, 2002, by JOHNNIE L. McDONALD, who is personally known or 🛩 produced FL driver's license as identification.

Notary Public, State of Florida

My Commission Expires:

CERTIFICATE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for McDONALD JUVENILE FURNITURE, LLC, is familiar with and accepts the obligations of a registered agent as provided for in the Act and hereby agrees to act in such capacity, and further agrees to comply with the provisions of the Florida statutes relative to the proper and complete performance of all of his duties hereunder.

Dated: May <u>///</u>, 2002

ohn Morgan Brynson, Esquire

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