



L02000013416

ACCOUNT NO. : 072100000032

REFERENCE : 604830 5674A

AUTHORIZATION : *Patricia Pigeto*

COST LIMIT : \$ 155.00

ORDER DATE : May 31, 2002

ORDER TIME : 3:30 PM

ORDER NO. : 604830-005

CUSTOMER NO: 5674A

CUSTOMER: William J. Kimpton, Esq
Kimpton, Burke & Bobenhausen,
P.a.
Suite 100
28059 U.s. Highway 19, North
Clearwater, FL 33761-2698

DOMESTIC FILING

NAME: COVERED BRIDGE, LLC

EFFECTIVE DATE:

800005663458--9

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

FILED
02 MAY 31 PM 4:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
02 MAY 31 PM 4:32
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

L02-13416
OK

ARTICLES OF ORGANIZATION
OF
COVERED BRIDGE, LLC

FILED
02 MAY 31 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company shall be COVERED BRIDGE, LLC (the "Company").

ARTICLE II. DURATION

The Company shall have perpetual existence, subject to termination in accordance with the Company's Regulations or by the unanimous written agreement of the Members.

ARTICLE III. ADDRESS

The mailing address and street address of the principal office of the Company is c/o Jason Lesser, 28100 U.S. Highway 19 North, Suite 511, Clearwater, Florida 33761.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The name and address of the Company's initial registered agent in the State of Florida is Jason Lesser, 28100 U.S. Highway 19 North, Suite 511, Clearwater, Florida 33761.

**ARTICLE V. TRANSFER OF MEMBERSHIP INTERESTS; ADMISSION OF
ADDITIONAL MEMBERS**

Members may transfer, assign and pledge their Membership Interests in the Company, and additional Members may be admitted, in the manner provided in the Company's regulations.

ARTICLE VI. RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the membership of a member in

the Company, the existence and business of the Company shall be continued by the remaining members without the necessity for the consent or vote of the Members.

ARTICLE VII. MANAGEMENT

The business of the Company shall be conducted, carried on and managed by no fewer than one Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is Jason Lesser, 28100 U.S. Highway 19 North, Clearwater, Florida 33761. Such Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

ARTICLE VIII. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned authorized member has executed these Articles of Organization this 30th day of May, 2002.

Jason Lesser

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 31 PM 4:40

FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
OF
COVERED BRIDGE, LLC**

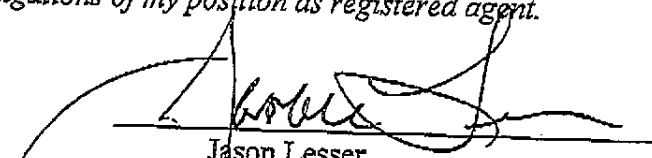
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, COVERED BRIDGE, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

- 1) The name of the Company is Covered Bridge, LLC
- 2) The name of the Registered Agent and the address of the registered office are:

Jason Lesser
28100 U.S. Highway 19 North, Suite 511
Clearwater, Florida 33761

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.



Jason Lesser
Dated: May 30, 2002