

L020000017497

MARK H. KNAUF, PA

CERTIFIED PUBLIC ACCOUNTANT

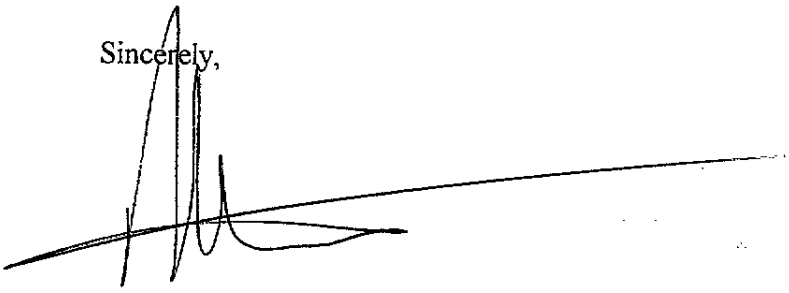
686 N. INDIANA AVE., SUITE B. ENGLEWOOD, FL 34223
(941) 474-5450

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs,

Enclosed are two copies of Articles of Organization and Designation of Registered Agent for Merry Holdings, LLC. Also enclosed is a check for \$130.00 to cover the fees for filing the Articles of Organization and Designation of Registered Agent and the fee for a Certificate of Status. If there is anything we can do to help, please feel free to call at the number above. Thanks for your help.

Sincerely,



Mark H. Knauf, CPA

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****130.00 ****130.00

W02-17288

APPROVED
AND
FILED
02 JUL 11 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JP
7-12-02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 13, 2002

MARK H. KNAUF, PA
686 N. INDIANA AVE., STE. B
ENGLEWOOD, FL 34223

SUBJECT: MERRY HOLDINGS, LLC
Ref. Number: W02000017288

We have received your document for MERRY HOLDINGS, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 002A00038803

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TALLAHASSEE, FLORIDA

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AND
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ARTICLES OF ORGANIZATION

Merry Holdings, LLC

A LIMITED LIABILITY COMPANY

(Pursuant to s. 607.407, Florida Statutes)

1. Name. The name of the limited liability company is Merry Holdings, LLC.
2. Purpose. The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. Address of Principal Office. The address of the registered office of the limited liability company is 2065 2nd St., Englewood, FL 34223. *The Mailing Address is the Same.*
4. Term. Term of this LLC shall be perpetual.
5. Members at Time of Formation. There will be at least one member at the time the limited liability company is formed.
6. Period of Duration. The period of duration shall be perpetual.
7. Management. Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

Initial Members:
Ted G. Merry
2065 2nd St.
Englewood, FL 34223

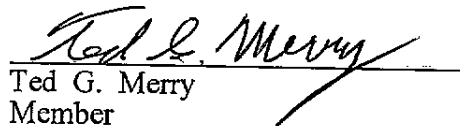
Valerie J. Merry
2065 2nd St.
Englewood, FL 34223
8. Additional Members. The names and addresses of additional members(s) are as follows:
9. Admission of New Members. With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

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10 Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating Agreement of the limited liability company

Executed this date 6/7/02


Ted G. Merry
Member

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

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TALLAHASSEE, FLORIDA

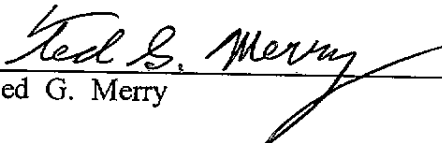
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CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. Name. The name of the limited liability company is Merry Holdings, LLC
2. Registered Office. The address of the registered office of the limited liability company is 2065 2nd St., Englewood, FL 34223.
3. Registered Agent. Ted G. Merry, is appointed, and by his signature below accepts appointment, to act as the Registered Agent of Merry Holdings, LLC.

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.


Ted G. Merry

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