COCOLOGIAN DE LA COLOGIA DE LA

RONALD C. WHITE ATTORNEY AT LAW

FL LC C E-MAIL row@gate.net

FAX (727) 327-0930 TELEPHONE (727) 323-5700

CO787-00524-00101 HA Add. in Art. X rune 10, 2002 Must match Cert. of Design.

Florida Division of Corporations

Attention: Corporate Filing Department

409 East Gaines Street Tallahassee, FL 32399 MJH

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WOD-17534

RE: ETHAN MARKETING, LLC

Dear Sirs:

Please find enclosed an original and one copy of the Articles of Organization of **ETHAN MARKETING, LLC** to be forwarded to the Secretary of State for **immediate filing**. Also enclosed is an original and one copy of a Certificate.

In addition, I have enclosed a check payable to the Secretary of State in the amount of \$125.00 for the filing fee and registered agent's fee (\$100.00 filing fee and \$25.00 registered agent fee).

PLEASE FAX US CONFIRMATION THAT THE FILING HAS OCCURRED.

(But don't fax the entire Articles - just a sheet saying Articles have been filed).

Thank you for your assistance with this matter.

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Very truly yours,

RONALD C. WHITE

RCW/sc Enclosures

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 3, 2002

RONALD C. WHITE 5348 FIRST AVENUE NORTH ST. PETERSBURG, FL 33710

SUBJECT: ETHAN MARKETING, LLC

Ref. Number: W02000017534

We have received your document for ETHAN MARKETING, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Registered Agent's address listed in Article X must be identical to the address listed on the Certificate of Designation of Registered Agent, also, please be aware, as a formal amendment is not required to change the Registered Agent/Registered Office, if this information does change, you will be required to notify this office and file the appropriate documents and fees to update our records.

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) 245-6967.

Michelle Hodges Document Specialist

Letter Number: 002A00041985

ARTICLES OF ORGANIZATION

OF.

ETHAN MARKETING, L.L.C.

a Florida Limited Liability Company

ARTICLE I NAME

The name of this Limited Liability Company is

ETHAN MARKETING, L.L.C., (the "Company").

ARTICLE II PURPOSE

- A. <u>Purposes.</u> The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.
- B. <u>Powers.</u> The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.

ARTICLE III ADDRESS

The mailing and street address of the Company's principal place of business is 628 Pineland Avenue, Belleair, Florida 33756.

ARTICLE IV DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company 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, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

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ARTICLE V MANAGEMENT

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI MEMBERS

The names and addresses of the initial members are as follows:

JOCHEN D. KNEWITZ & ELSA M. KNEWITZ,

as Tenants by the Entirety, MGR 628 Pineland Avenue Belleair, Florida 33756

GERD WEBER & MARIA WEBER,

as Tenants by the Entirety MGR 310 Overbrook Drive Belleair, Florida 33756

ETHAN ESTATE INVESTMENTSEL, Inc., MGRM By ELSA M. KNEWITZ, Secretary

ARTICLE VII MEMBER VOTING

- A. <u>Member Voting.</u> All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.
- B. <u>Additional Contributions</u>. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE VIII ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, <u>Fla. Stat.</u>

ARTICLE IX AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Regulations permitting said amendment, at any annual or special meeting.

ARTICLE X INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 5348 First Avenue North, St. Petersburg, Florida 33710. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as Ronald C. White. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this D day of Mac., 2002.

RONALD C. WHITE

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE OF ETHAN MARKETING, L.L.C.

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ETHAN MARKETING, L.L.C.

2. The name and Florida street address of the registered agent is:

RONALD C. WHITE, P.A. 5348 First Avenue North St. Petersburg, Florida 33710 (727)323-5700

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, Florida Statutes.

RÓNALD C. WHITE, ESO.

Filing Fee: \$25.00 for Designation of Registered Agent