

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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2002 SEP 30 PM 2: 54

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Holy Mackerel LLC

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****125.00 ****125.00

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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Signature _____

Requested by: AW

9/30

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

BRYAN SEP 30 2002

HOLY MACKEREL, L.L.C.
ARTICLES OF ORGANIZATION

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TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, sets forth the following:

ARTICLE I - NAME:

The name of the Limited Liability Company is **HOLY MACKEREL, L.L.C.**

ARTICLE II - ADDRESS:

The mailing address is 440 Grace Avenue, ^{Panama City} Florida 32401 and the street address of the principal office of the Limited Liability Company is 440 Grace Avenue, ^{Panama City,} Florida 32401.

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall commence upon filing of these Articles in the office of the Secretary of State of Florida and shall terminate upon dissolution pursuant to the provisions of the Florida Limited Liability Company Act.

ARTICLE IV - PURPOSE

The purpose for which the Limited Liability Company is organized is to engage in any and all lawful businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all the powers vested in a Limited Liability Company organized and existing by virtue of such laws, including, but not limited to, the power to invest in real estate.

ARTICLE V - MANAGEMENT:

The Limited Liability Company is to be managed by two of its members. The names and addresses of the initial managing members who will serve as such until their successors are elected

and qualify are as follow:

JOHN M. CRAWFORD
6115 North Davis Highway, Apt. 76B
Pensacola, Florida 32504

WIL MONTERO
3106 Peaceful Lane
Chipley, Florida 32428

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ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Members may be admitted upon approval of a majority in interest of the members.

ARTICLE VII - MEMBERS RIGHTS 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 continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall be continued unless the members elect otherwise.

ARTICLE VIII - REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Limited Liability Company is JOHN M. CRAWFORD, 440 Grace Avenue, ^{Panama City} Florida 32401.

ARTICLE IX - CLASSES OF MEMBERS

The Limited Liability Company shall have one class and one series of members.

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ARTICLE X - REGULATIONS

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

Executed at Panama City, Florida, on the 30th day of September, 2002.


JOHN M. CRAWFORD,
Member

ACCEPTANCE OF REGISTERED AGENT

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TALLAHASSEE, FLORIDA

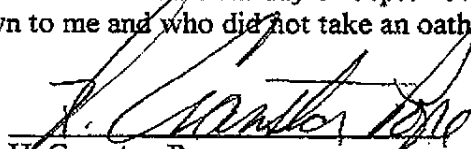
I, **JOHN M. CRAWFORD**, having been appointed to act as registered agent for **HOLY MACKEREL, L.L.C.**, in its registered office located at 440 Grace Avenue, Panama City, Florida 32401, hereby accept such appointment and agree to act in such capacity and accepts the obligations imposed by Florida Statutes Section 608.415 and am registered agent as designated by the Articles of Organization of **HOLY MACKEREL, L.L.C.**

Executed this 30th day of September, 2002.


JOHN M. CRAWFORD

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 30th day of September, 2002, by **JOHN M. CRAWFORD**, who is personally known to me and who did not take an oath


H. Cranston Pope
Notary Public
My Commission Expires: 2/24/05

H. CRANSTON POPE
Notary Public - State of Florida
My Commission Expires Feb. 24, 2005
Commission No. CC990285