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OZARK, PERRON & NELSON, P.A.

Attorneys At Law

2808 Manatee Avenue West
Bradenton, Florida 34205
Telephone: (941) 750-9760
Telefax: (941) 750-9761
opa00001@tampabay.rr.com

DAMIAN M. OZARK*
ANDRE R. PERRON**
MARK A. NELSON

FILED
OCT 10 PM 3:35
TALLAHASSEE
FLORIDA
*Board Certified in Business Litigation
*Also Admitted in MS and CO
*Also Admitted in NH

October 4, 2002

Sent via Federal Express

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-10/07/02--01029--021
****125.00 ****125.00

Re: VALENTINE BROS. L.L.C.

W02-29032

Dear Sir:

Enclosed please find the original and one copy of the Articles of Organization on VALENTINE BROS. L.L.C. I am also enclosing this firm's check in the amount of \$125.00 for the filing fee.

Should you have any questions, please contact my office.

Sincerely,
OZARK, PERRON & NELSON, P.A.


Andre R. Perron

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARP/lss
enclosures





FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 8, 2002

OZARK, PERRON & NELSON, P.A.
2808 MANATEE AVE. WEST
BRADENTON, FL 34205

SUBJECT: VALENTINE BROS., L.L.C.
Ref. Number: W02000029032

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TALLAHASSEE, FLORIDA

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

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 302A00056292

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Bradenton, Florida 34205
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Telex: (941) 750-9761
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TELECOPY COVER PAGE

DATE: October 10, 2002
TO: Division of Corporations
Attn: Buck Kohr
FAX NO: 850.410.1015
FROM: Andre R. Perron
RE: Valentine Bros., L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NUMBER OF PAGES (including cover): 5 page(s)

IF YOU DO NOT RECEIVE ALL OF THE PAGES PLEASE CALL 750-9760.

ADDITIONAL MESSAGE:

Mr. Kohr,

Pursuant to our telephone conversation, enclosed please find a copy of the Articles of Organization of Valentine Bros. L.L.C. showing Mr. Perron as Member on Page 3. Thank you for your attention in this matter.

Lara.

CONFIDENTIALITY NOTE

The information contained in this facsimile message is legally privileged and confidential information intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copy of this telecopy is strictly prohibited. If you have received this telecopy in error, please immediately notify us by telephone (941) 750-9760 collect; and return the original message to us at the address above via the United States Postal Service. Thank you.

ARTICLES OF ORGANIZATION

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Article 1. Name. The name of the Limited Liability Company is **Valentine Bros, Inc.**

Article 2. Principal Office or Mailing Address. The principal office and mailing address of the Limited Liability Company is:

2808 Manatee Avenue West
Bradenton, Florida 34205

Article 3. Duration. The Limited Liability Company shall terminate on October 1, 2051.

Article 4. Purpose. The general purposes for which the Limited Liability Company is organized are the following:

- A. To engage in and transact any lawful business for which Limited Liability Company may be incorporated under the Florida Limited Liability Act. No other purpose limits this general purpose in any way.
- B. All general purposes including operating and conducting various business enterprises.
- C. To do such other things as are incidental to the purposes of the Limited Liability Company or necessary or desirable in order to accomplish them.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Agent of the Limited Liability Company is:

Andre R. Perron, Esquire
OZARK, PERRON & NELSON, P.A.
2808 Manatee Avenue West
Bradenton, Florida 34205

Article 6. Organizer. The name and address of the Organizer is:

Andre R. Perron
2808 Manatee Avenue West
Bradenton, Florida 34205

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TALLAHASSEE, FLORIDA

Article 7. Membership. The Members may admit additional Members in accordance with its Operating Agreement.

Article 8. Death of Member. The remaining Members of the Limited Liability Company shall have the right to continue the 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.

Article 9. Management. The Management of the Limited Liability Company is reserved to one or more Managers.

Article 10.

By signature below, the Organizer swears, confirms and declares that the Limited Liability Company has at least two (2) Members.


Article 11. Amendment. The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the Members is subject to this reservation.

Article 12. Indemnification. The Limited Liability Company shall indemnify each Member, including former Members, to the full extent permitted by law.

Article 13. Commencement of Limited Liability Company Existence. In accordance with Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of execution by the Organizer of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409,

Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of filing by the Secretary of State.

IN WITNESS WHEREOF, the undersigned Organizer has signed these Articles of Organization on this 4th day of October, 2002.



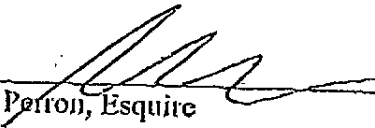
ANDRE R. PERRON
Member

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Limited Liability Company, which is contained in the foregoing Articles of Organization, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 608.415, Florida Statutes.

Dated this 4TH day of October, 2002.


Andre R. Perron, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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