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Barkett & Garavaglia

CHARTERED

ATTORNEYS AT LAW
756 BEACHLAND BOULEVARD

VERO BEACH, FLORIDA 32963 PLÉAS

October 14, 2002

772-231-4343

TELEFAX: 772-234-5213

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INTERNET: CBC@VEROLAW.COM

****185.00 ****185.00

BRUCE D. BARKETT
CALVIN B. BROWN
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*MASTER OF LAWS IN ESTATE PLANNING

**BOARD CERTIFIED REAL ESTATE LAWYER

***MASTER OF LAWS IN REAL PROPERTY DEVELOPMENT

Via Federal Express -02-257.001

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: Carry-Out Partners, LLC

Dear Sir or Madam:

With regard to the above, enclosed is original Articles of Organization and my firm's check in the amount of \$185.00, which represents the filing fee, registered agent fee and certified copy fee for two (2) certified copies.

Upon receipt and assignment of Charter Number, please return to William W. Caldwell, Esq., Post Office Box 643686, Vero Beach, Florida 32964-3686.

If you have any questions or need additional information please call the undersigned at 772-231-4343. Thank you.

Very truly yours,

WILLIAM W. CALDWELL

For the Firm

/mjr

Enclosures

cc/enc: Mr. John F. Swanson

ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is as follows:

CARRY-OUT PARTNERS, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Co

c/o Mr. John F. Swanson 3003 Cardinal D<u>riv</u>e, Suite B Vero Beach, FL 32963

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and Florida street address of the Registered Agent are as follows:

William W. Caldwell, Esq. Collins, Brown, Caldwell, Barkett & Garavaglia, Chartered 756 Beachland Boulevard Vero Beach, FL 32963

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, F.S.

William W. Caldwell, Resident Agent

ARTICLE IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of Member or an authorized representative of a member.

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

William W. Caldwell, authorized representative Typed or printed name of signee

FILING FEES:

- \$ 100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (optional)
- S 5.00 Certificate of Status (optional)