

W03000002129

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Certificates of Status 1

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03 JAN 19 PM 1:41
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TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

SUBJECT: Carlson & Co., LLC

Enclosed is an original and one copy.

Filing Fee for articles of organization of Florida Limited Liability Company

\$100.00 Filing fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 5.00 Certificate of Status

From: Michael A. Cinquino, Jr.
Cinquino & Mazzella, PLLC
800 Village Square Crossing
Suite 214
Palm Beach Gardens, FL 33410



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

January 13, 2003

MICHAEL A. CINQUINO, JR.
CINQUINO & MAZZELLA, PLLC
800 VILLAGE SQUARE CROSSING, SUITE 214
PALM BEACH GARDENS, FL 33410

SUBJECT: CARLSON & CO., LLC
Ref. Number: W03000000976

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

Article III reflects that the Company will be it's own Registered Agent, this is not acceptable. Please correct the information in Article III to match the information on the Certificate of Designation of Registered Agent.,

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: 903A00001586

**ARTICLES OF ORGANIZATION
OF
CARLSON & CO., LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Carlson & Co., LLC, ("Company"). The Company is being formed for any lawful purpose.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is:

Carlson & Co., LLC
713 Club Drive
Palm Beach Gardens, FL 33418

ARTICLE III - REGISTERED AGENT

The name and street address of the registered agent of the company in the state of Florida are:

Elisabet Carlson
713 Club Drive
Palm Beach Gardens, FL 33418

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 obligations of my position as registered agent as provided for in Chapter 608, F.S.

FILED
03 JAN 19 PM 4:41
TALLAHASSEE, FLORIDA

ARTICLE IV - MANAGEMENT

The Limited Liability Company shall be a member-managed company.

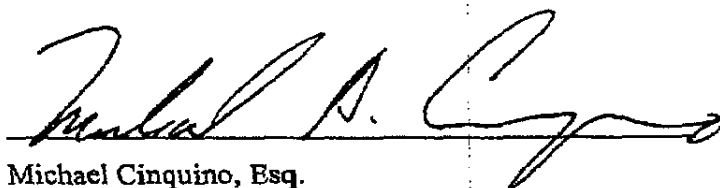
ARTICLE V - TRANSFERABILITY OF MEMBERSHIP INTERESTS

No member shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE VI - COMPANY EXISTENCE

The Company's shall begin effective as of January 8, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on January 8, 2003.



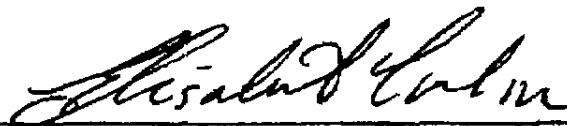
Michael Cinquino, Esq.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, Carlson & Co., LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Carlson & Co., LLC.
2. The name and address of the registered agent in Florida are:
Elisabet Carlson
713 Club Drive
Palm Beach Gardens, FL 33418

The undersigned, being the person named in the articles of organization of Carlson & Co., LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Elisabet Carlson
Registered Agent