

L03000005374

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

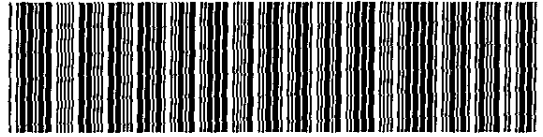
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA
FEB 12 11 59 AM

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OK

Law Office of Daniel T. White, Esquire

**1304 N.W. 98th Terrace
Gainesville, Florida 32606**

tele: 352/331-5840

fax: 352/331-5841

Via Fed Ex

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

February 10, 2003

re: KW Merchandising, LLC

To whom it may concern:

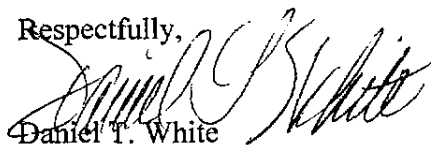
On behalf of the above-referenced limited liability company, I have enclosed one executed original and one photocopy of the following documents for immediate filing:

- *Articles of Organization.*

In that regard, I have also enclosed a check made payable to the "Florida Department of State" in the amount of \$155.00 to cover the applicable filing fees and request for certified copy of the enclosed filing (filing fee for articles of organization of new LLC--\$100.00; registered agent fee--\$25.00; and certified copy of record--\$30.00).

Please send the certified copy of the enclosed to my attention at the address listed above. Thank you for your assistance.

Respectfully,


Daniel T. White

Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

of

KW MERCHANDISING, LLC

ARTICLE I: NAME

The name of this limited liability company shall be KW MERCHANDISING, LLC (the "Company").

ARTICLE II: MAILING AND STREET ADDRESS

The Company's principal office location shall be 321 Williams Street, Fredericksburg, Virginia 22401, and the mailing address shall be P.O. Box 1777, Fredericksburg, Virginia 22402.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Company shall be 1304 N.W. 98th Terrace, Gainesville, Florida 32606, and the Company's initial registered agent at that address shall be Daniel White, Esquire.

ARTICLE IV: DURATION

The Company shall have perpetual existence.

ARTICLE V: PURPOSE AND POWERS

This Company may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation in which the Company choose to engage in business activities.

FILED
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ALABAMA
SOUTHERN COMPANY

ARTICLE VI: AUTHORIZED REPRESENTATIVE

The undersigned, a natural person being at least eighteen (18) years old and the legal counsel to, and authorized representative of, the Company, having been duly authorized to prepare, execute and deliver any and all documents necessary to organize this Company under the Florida Limited Liability Company Act, as amended, is Daniel T. White, Esquire, 1304 N.W. 98th Terrace, Gainesville, FL 32606.

Executed this 9th day of February, 2003.



Daniel T. White, Esquire
Authorized Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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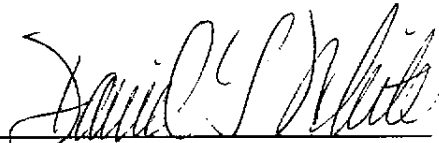
CERTIFICATE OF REGISTERED AGENT

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, KW Merchandising, LLC, a limited liability company organized under the laws of the State of Florida, hereby submits the following statement to designate its initial registered office and agent in the State of Florida:

Registered agent: Daniel T. White, Esq.

Registered office: 1304 N.W. 98th Terrace, Gainesville, FL 32606

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.



Name: Daniel T. White, Esq.

Dated: February 9, 2003

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TALLAHASSEE, FLORIDA

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