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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : JOSEPH C. SKALSKI, P.A.
Account Number : I20010000095
Phone : (727) 536-5001
Fax Number : (727) 536-4174

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03 MAR 26 PM 2:30
DIVISION OF CORPORATIONS

3/26/03

LIMITED LIABILITY COMPANY

K & C Partners, L.L.C.

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H03000092005 5

ARTICLES OF ORGANIZATION
OF
K & C PARTNERS, L.L.C.

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

ARTICLE I -- NAME

The name of the limited liability company shall be K & C PARTNERS, L.L.C. ("company").

ARTICLE II -- ADDRESS

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

2950 Eagle Estates Circle West
Clearwater, FL 33761

ARTICLE III -- REGISTERED OFFICE AND AGENT

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

Joseph C. Skalski
14010 Roosevelt Boulevard, Suite 708
Clearwater, FL 33762

ARTICLE IV -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE V -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall terminate on December 31, 2043, or at such earlier date as provided in the Operating Agreement.

ARTICLE VI -- MANAGEMENT

The company shall be managed by a Manager or Managers in accordance with an Operating Agreement adopted by the members for the management of the business and affairs of the company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is:

Judyth Colbeth Koser
2950 Eagle Estates Circle West
Clearwater, FL 33761

H03000092005 5

H03000092005 5

The Company is managed exclusively by a Manager or Managers and Members have no authority to bind the company.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has made and subscribed these articles of organization at Clearwater, Florida, on the 25th day of MARCH, 2003.

Judyth M Colbeth Koser
Judyth Colbeth Koser

Sworn to and subscribed before me this 25 day of March, 2003 by Judyth Colbeth Koser

Joseph C Skalski
Notary Public -- State of Florida
Name:

JOSEPH C. SKALSKI
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # ED118113
EXPIRES 08/16/2006
BONDED THROUGH 1-888-NOTARY1

Personally Known
OR
Produced Identification

Type of Identification Produced _____

(Seal)

H03000092005 5

H03000092005 5

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

Under the provisions of F.S. 608.414 or 608.507, K & C PARTNERS, L.L.C. 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 K & C PARTNERS, L.L.C.
2. The name and street address of the registered agent in Florida are:

Joseph C. Skalski
14010 Roosevelt Blvd, Suite 708
Clearwater, FL 33762

The undersigned, being the person named in the articles of organization of K & C PARTNERS, L.L.C., 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.



Registered Agent
Joseph C. Skalski

H03000092005 5