

Division of Corporations

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LO300000/4123

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : O'HAIRE, QUINN, CANDLER, & CASALINE CHARTERED
Account Number : 073077002560
Phone : (772) 231-6900
Fax Number : (772) 231-9729

W03-9759

LIMITED LIABILITY COMPANY

JDK Interiors, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

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O'HAIRE, QUINN, CANDLER

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 7, 2003

O'HAIRE QUINN CANDLER & CASALINE CHARTERED

SUBJECT: JDA INTERIORS, LLC
REF: W03000009759

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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) 245-6913.

Diane Cushing
Corporate Specialist

FAX Aud. #: H03000105130
Letter Number: 003A00020714

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Articles of Organization
of
JDK Interiors, LLC

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles of Organization for such Company:

Article I
Name

The name of the limited liability company is JDK Interiors, LLC.

Article II
Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

Article III
Units of Equity Ownership

Section A. Authorized Units of Equity Ownership. The maximum number of units of equity ownership units JDK Interiors, LLC is authorized to have outstanding is 10,000 units, all of which shall be identical units.

Article IV
Registered Agent and Office

The address of the initial Registered Office of the Company is 616 Azalea Lane, Vero Beach, Florida 32963, and the name of its initial Registered Agent at such address is Jamie Darby Kirkendall.

Article V
Principal Office

The mailing address and street address of the principal office of the Company is 616 Azalea Lane, Vero Beach, Florida 32963.

Article VI
Organizer

The name and address of the organizer is:

Richard Candler, Esq.
Florida Bar No. 0510040
3111 Cardinal Drive
Vero Beach, FL 32963

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Jamie Darby Kirkendall
616 Azalea Lane
Vero Beach, Florida 32963

The organizer is a natural person over the age of twenty-one years.

Article VII
Purpose and Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

Article VIII
Management

The Company is to be managed by a Member-Manager or Member-Managers.

Article IX
Indemnification

The Company shall indemnify any Member and/or Member-Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that such Member and/or Member-Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member and/or Member-Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Member and/or Member-Manager in the event of (i) a breach of such Member and/or Member-Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member and/or Member-Manager derived an improper personal benefit, or (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act, or (v) judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the Company, or against expenses in any such case where such Member and/or Member-Manager shall

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be adjudged liable to the Company. Any indemnification provided for in this Article (unless ordered by a court) shall be made by the Company only as authorized in the specific case upon a determination that indemnification of the Member and/or Member-Manager is proper in the circumstances because such Member and/or Member-Manager had met the applicable standard of conduct set forth in this Article. Such determination shall be made: (i) by the Members by a majority vote of a quorum consisting of Members who were not parties to such action, suit, or proceeding; or (ii) by special legal counsel, selected by the Members by vote as set forth in (i) above.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

Article X
Amendment of Articles of Organization

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles Of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

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

Signature of member or authorized representative of member.

Dated March 31, 2003.


Jamie Darby Kirkendall
Organizer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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State of Florida

)
) ss.
)

County of Indian River

The foregoing instrument was acknowledged before me this March 31st, 2003
by Jamie Darby Kirkendall, who is personally known to me or who has produced
_____ as identification.



Susan Marie Isom-Eakins
Commission # OC 983965
Expires Dec. 3, 2003
Bonded First
Atlantic Bonding Co., Inc.

Susan Marie Isom-Eakins

Notary Public in and for
said State

Serial number: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.


 Jamie Darby Kirkendall, Registered Agent

State of Florida

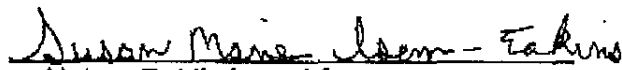
)
) ss.
)

County of Indian River

The foregoing instrument was acknowledged before me this April 16, 2003 by Jamie Darby Kirkendall, who is personally known to me or who has produced as identification.



Susan Marie Isom-Eatkins
 Commission # CC 963363
 Expires Dec. 3, 2003
 Bonded Thru
 Atlantic Bonding Co., Inc.


 Notary Public in and for
 said State
 Serial number: _____

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

APPROVED
 AND
 FILED