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Secretary of State

June 11, 2003

PO BOX 58 LAKE PANASOFFKEE, FL 33538

SUBJECT: ULTIMATE OUTDOOR, LLC

Ref. Number: W03000016713

We have received your document for ULTIMATE OUTDOOR, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 245-6097.

Letter Number: 003A00036320

Marsha Thomas Document Specialist

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



RANDALL N. THORNTON

ATTORNEY AT LAW POST OFFICE BOX 58

Lake Panasoffkee, Florida 33538

2008 NORTH C-470 RTHORNTON@SUM.NET (352) 793-4040 FAX (352) 793-3845

June 3, 2003

Florida Secretary of State New Corporations Division 409 E. Gaines St. Tallahassee, Fl 32399

Re: ULTIMATE OUTDOOR, LLC

Dear Sir:

Enclosed are the Articles of Organization on the above. Please file and issue a certified copy. Enclosed is my check for \$155.00.

Randall N. Thornton

encl.

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ARTICLES OF ORGANIZATION OF ULTIMATE OUTDOOR, LLC

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 DULTIMATE OUTDOOR, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal of the company is 7275 CR 219 Wildwood, Fl 34785.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are WILLIAM R. KEEN 7275 CR 219 Wildwood, Fl 34785.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- 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 VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations 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 are WILLIAM R. KEEN 7275 CR 219 Wildwood, Fl 34785.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Lake Panasoffkee, Sumter County, Florida, on

WILLIAM R. KEEN

STATE OF FLORIDA
COUNTY OF SUMTER

The foregoing instrument was acknowledged before me on the day of where a county and the day of where a county Public, State of FL
My Commission Expires:

Personally known or produced identification
Type of identification produced



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, member of ULTIMATE OUTDOOR, 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 ULTIMATE OUTDOOR, LLC
- 2. The name and street address of the registered agent in Florida are:

WILLIAM R. KEEN 7275 CR 219 Wildwood, Fl 34785.

The undersigned, being the person named in the articles of organization of ULTIMATE OUTDOOR, 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.

