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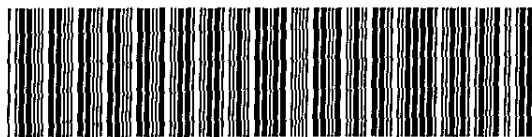
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TALLAHASSEE, FLORIDA

J. BRYAN JUL 11 2003

**MOSS, HENDERSON, BLANTON, LANIER,
KRETSCHMER & MURPHY, P.A.**

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July 1, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To: Registration Section
Division of Corporations

Subject: Scooter's Barkery, LLC

The enclosed Articles of Organization for the entity referenced above and fees of \$155.00, which represents \$100.00 for the filing fee for the Articles of Organization; \$25.00 for the Designation of Registered Agent; and \$30.00 for a certified copy, are submitted for filing.

Please return all correspondence concerning this matter to the following:

William N. Kirk, Esquire
Moss, Henderson, Blanton, Lanier,
Kretschmer & Murphy, P.A.
P.O. Box 3406
Vero Beach, FL 32964-3406

For further information concerning this matter, please call:

William N. Kirk at 772-231-1900.

Very truly yours,

**MOSS, HENDERSON, BLANTON, LANIER,
KRETSCHMER & MURPHY, P.A.**



William N. Kirk

WNK/bvh
Enclosures as stated

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR SCOOTER'S BARKERY, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

SCOOTER'S BARKERY, LLC

ARTICLE II - Address:

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

**SCOOTER'S BARKERY, LLC
632 DAHLIA LANE
VERO BEACH, FL 32963**

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual until it is dissolved and its affairs wound up in accordance with the Operating Agreement duly adopted by this Limited Liability Company and the Florida Statutes.

ARTICLE IV - Management:

The Limited Liability Company is to be a manager-managed company. The initial manager shall be:

**JANICE H. JOHNSTON
632 DAHLIA LANE
VERO BEACH, FL 32963**

ARTICLE V - Purpose:

This Limited Liability Company shall have the right to operate for any lawful purpose permitted under the laws of the State of Florida.

MOSS, HENDERSON, BLANTON, LANIER, KRETSCHMER & MURPHY, P.A., VERO BEACH, FLORIDA

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ARTICLE VI - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement duly adopted by this Limited Liability Company.

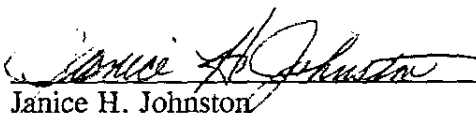
ARTICLE VII - Members Rights to Continue Business:

The right, if given, of the remaining members of this Limited Liability Company to continue the business on the death, retirement, resignation, exclusion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be by unanimous agreement as provided in the Operating Agreement duly adopted for the Limited Liability Company.

ARTICLE VIII - Registered Agent

Janice H. Johnston, whose street address is 632 Dahlia Lane, Vero Beach, Florida 32963, is appointed as the initial Registered Agent, for service of process, in this State for this Limited Liability Company.

(In accordance with §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.)


Janice H. Johnston

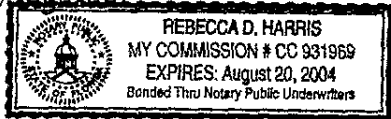
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STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Sworn to and subscribed before me by Janice H. Johnston this 27 day of June, 2003.

Rebecca D Harris

Notary Signature



(Print, type, or stamp commissioned
name of notary public)

Personally known _____ or produced identification ✓


Type of identification produced FL DRIVERS LICENSE

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CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for this Limited Liability Company at the registered office designated in the foregoing Articles of Organization, the undersigned is familiar with and accepts the obligations of this designation as provided for in Chapter 608 of the Florida Statutes.

Dated this 27 day of June, 2003.


Janice H. Johnston
Registered Agent

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TALLAHASSEE, FLORIDA