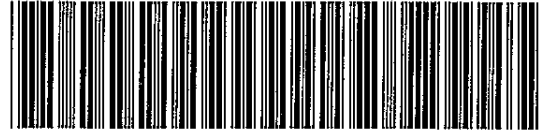


L030000029518

03 SEP 19 FINE: 20

STATE
TALLAHASSEE, FLORIDA



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09/19/03--01080--003 **25.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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JOHN H. EVANS, P. A.

ATTORNEYS AT LAW

1702 SOUTH WASHINGTON AVENUE
TITUSVILLE, FLORIDA 32780

FILED

03 SEP 19 PM 12: 29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TEL: 321/267-5504

FAX: 321/267-0418

JOHN H. EVANS
DOUGLAS W. BAKER

August 25, 2003

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

Re: Noonan, LLC
Our File Number: DWB-2247

Dear Sir/Madam:

Enclosed find the original and one copy of the Amended Articles of Incorporation for the above-captioned corporation, this corporation was filed on August 6, 2003 and assigned document L030000029518.

Unfortunately, the address was incorrect and the correct address should read **748 S. Orlando Avenue, Unit 501, Cocoa Beach, Florida 32931.**

I have also enclosed an original and one copy Amended Statement of Designating Registered Agent and Office.

Please return the certified copy of the Articles of Incorporation to our office at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely yours,


Douglas W. Baker, Esquire

DWB/mcr
Enclosures (4)
cc: Mr. and Mrs. Noonan



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

FILED

03 SEP 19 PM 12: 29

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

September 4, 2003

JOHN H. EVANS, P.A.
1702 SOUTH WASHINGTON AVE.
TITUSVILLE, FL 32780

SUBJECT: NOONAN, LLC
Ref. Number: L03000029518

We have received your document for NOONAN, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$25.00.

The fee to file your limited liability company document is \$25. Please include an additional \$30 for each certified copy (optional) requested and an additional \$5 for each certificate of status (optional) requested.

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 603A00049390

JOHN H. EVANS, P. A.
ATTORNEYS AT LAW

1702 SOUTH WASHINGTON AVENUE
TITUSVILLE, FLORIDA 32780

JOHN H. EVANS
DOUGLAS W. BAKER

FILED
03 SEP 19 PM 12:29
TEL: 321/267-5504
FAX: 321/267-0418
TALLAHASSEE, FLORIDA

September 15, 2003

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

Re: Noonan, LLC
Our File Number: DWB-2247

Dear Sir/Madam:

Pursuant to your letter of September 4, 2003, enclosed please find the original and one copy of the Amended Articles of Incorporation for the above-captioned corporation, this corporation was filed on August 6, 2003 and assigned document L03000029518.

We have enclosed our check #4601 in the sum of \$25.00 and a copy of your letter of September 4, 2003 and request that you please file these documents and return a copy to our office.

Sincerely yours,


Douglas W. Baker, Esquire

DWB/mcr
Enclosure

AMENDED
ARTICLES OF ORGANIZATION
OF
NOONAN, LLC

FILED
03 SEP 19 PM 12:29
CLERK OF STATE
TALLAHASSEE, FLORIDA

These Articles of Organization of NOONAN, LLC (the "Company"), are dated as of August 1, 2003, and are being duly executed and filed by the undersigned person pursuant to the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. It is further declared that the following articles shall serve as the charter and authority for the conduct of business of NOONAN, LLC.

Article I: Name and Principal Place of Business: The name of the limited liability company shall be: NOONAN, LLC. The principal place of business shall be: 748 S. Orlando Avenue, Unit 501, Cocoa Beach, Florida 32931, but shall have the power and authority to establish branch offices at other places as the members may designate. The mailing address of the business shall be 748 S. Orlando Avenue, Unit 501, Cocoa Beach, Florida 32931.

Article II: Initial Registered Office and Registered Agent: The address of the initial registered office of NOONAN, LLC, is 748 S. Oriando Avenue, Unit 501, Cocoa Beach, Florida 32931; the name of the company's initial registered agent is David Noonan.

Article III: Duration: This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

Article IV: Management: This limited liability company shall be managed by two managers. The names and addresses of the persons who shall serve as managers are David Noonan and Johanna Noonan, 748 S. Orlando Avenue, Unit 501, Cocoa Beach, Florida 32931;

Article V: Purposes and Powers: Besides the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes;

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and do to any and all things set forth in these articles to the same extent as a natural person might or could do;

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, liabilities of any person, firm, association, corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these articles, and to hold, utilize, and in any manner dispose of the rights and property so acquired;

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts;

5. To exercise any and all of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these articles and otherwise granted or permitted by law, while acting as an agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen or extend the property and commercial interest of the property and to aid, assist or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit;

FILED

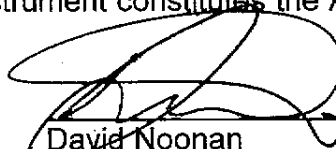
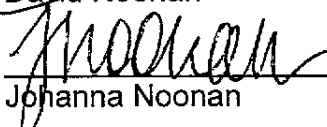
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers. Nothing contained in these articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or to do any act which a limited liability company, may not, under Florida laws, lawfully carry on, exercise, or do.

Article VI: Exercise of Powers: All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

Article VII: Membership Restrictions: Admission of new members and continuation of the limited liability company upon the death, retirement, resignation, expulsion, or bankruptcy of a member shall be as set forth in the NOONAN, LLC members' agreement.

Article VIII: Profits and Losses: The division and allocation of profits and losses among the members shall be as set forth in the NOONAN, LLC members' agreement.

IN WITNESS WHEREOF, the undersigned being the members of the limited liability company certifies that this instrument constitutes the Articles of Organization for NOONAN, LLC.


David Noonan

Johanna Noonan

FILED
03 SEP 10 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Amended
Statement Designating
Registered Agent and Office**

FILED
03 SEP 19 PM 12:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF BREVARD**

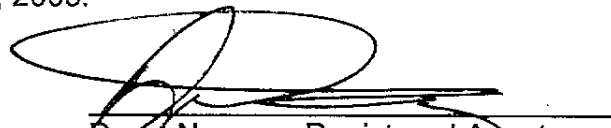
Pursuant to the provisions of Florida Statute Section 608.415 (2001), of the Florida Limited Liability Company Act, NOONAN, LLC, submits the following statement designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is NOONAN, LLC

The name of the registered agent for NOONAN, LLC is David Noonan, and the street address of the registered agent is 748 S. Orlando Avenue, Unit 501, Cocoa Beach, Florida 32931.

This statement is to acknowledge that, as indicated above, NOONAN, LLC, has appointed me, David Noonan, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Executed this 19th day of August, 2003.




David Noonan, Registered Agent
fdlee

**STATE OF FLORIDA
COUNTY OF BREVARD**

I **HEREBY CERTIFY** that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared David Noonan, Registered Agent, described in and who executed the foregoing instrument, who acknowledged before me that he executed the same. ___ Said person is personally known to me. ☒ Said person provided a Driver's License as identification.

WITNESS my hand and seal in the County and State last aforesaid this 19 day of August, 2003.

 Debra L. Levesque
My Commission CC988346
Expires January 15, 2004

[SEAL]



Notary Signature