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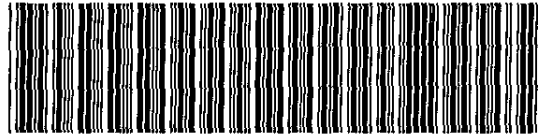
(Business Entity Name)

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03 AUG 18 AM 10:44
DEPT. OF REVENUE
DIVISION OF REGISTRATION
TALLAHASSEE, FLORIDA

Handwritten signature/initials

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03 AUG 18 PM 13:37
TALLAHASSEE, FLORIDA

Capitol Services, Inc.

1045 Merritt Drive

Tallahassee, FL 32301

(850) 878-4734
Kathi or Brent

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TALLAHASSEE
STATE
FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. United Street, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 8/18/03

☒ Certified Copy

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☐ Certificate of Status

NEW FILINGS

☐ Profit

☐ Not for Profit

☒ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
UNITED STREET, L.C.

03 AUG 18 PM 12:27
FILED
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

We, the undersigned, hereby form and create a limited liability company pursuant to Chapter 608 and Florida Statutes §608.407 of the laws of the State of Florida, and do hereby execute and adopt these Articles of Organization to be filed with the Florida Department of State and do hereby state and certify the following:

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

In accordance with Florida Statutes §608.406, the limited liability company's name shall be "UNITED STREET, L.C."

ARTICLE II - PERIOD OF DURATION OF LIMITED LIABILITY COMPANY

The period of duration for this limited liability company shall be perpetual. This limited liability company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, all in accordance with Florida Statutes §608.409(1).

ARTICLE III - LOCATION OF PRINCIPAL OFFICE

The street address of this limited liability company's principal office is as follows:

910 United Street
Key West, FL 33040

The mailing address for this limited liability company is as follows:

1123 Washington Street
Key West, FL 33040

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of this limited liability company's initial registered address in the State of Florida is 1123 Washington Street, Key West, Florida, 33040. The name of the registered agent at such registered office is Gregory T. Kerr.

ARTICLE V - ADMISSION OF NEW MEMBERS

Members may admit additional new members in compliance with the terms and conditions of this article. A new member may be admitted into this limited liability company only if: (i) such new member acquires ownership units in this limited liability company; (ii) any first refusal rights or other restrictions on ownership unit transferability granted under any operating agreement then in effect governing this limited liability company are complied with; (iii) such new member agrees to comply with any operating agreement then in effect governing this limited liability company; and (iv) such new member executes such instruments as the other members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted as a new member to be bound by all the covenants, terms and conditions of these Articles of Organization and any operating agreement then governing this limited liability company then in effect. Said new member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount commensurate with the formula prescribed in Article VIII hereof.

ARTICLE VI - CONTINUATION OF BUSINESS

The remaining members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of an event which terminates the continued

membership of a member in this limited liability company; it being the intent of the members hereunder that the existence of this limited liability company be perpetual as set forth in Article II hereof.

03 AUG 28
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TALLAHASSEE, FLORIDA
P 12:27

ARTICLE VII - COMPOSITION OF MANAGEMENT

This limited liability company is to be managed by two (2) member-managers. The names and addresses of such member-managers who shall serve as member-managers until their successors are elected and qualified are:

<u>Name of Member-Manager</u>	<u>Address of Member-Manager</u>
Gregory T. Kerr	1123 Washington Street Key West, FL 33040
Thomas J. Rodger	3635 Seaside Drive #207 Key West, FL 33040

If this limited liability company subsequently adopts an operating agreement, such operating agreement shall specify the method of electing member-managers and designating successors to any member-managers of this limited liability company.

ARTICLE VIII - OWNERSHIP UNITS

The maximum number of ownership units that this limited liability company is authorized to have outstanding is one thousand (1000) units, all of which shall be identical units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather, may issue to initial members a portion of its authorized ownership units and reserve a portion of such ownership units for future authorization to future members, if any. Each of such ownership units shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one is the numerator and the total number of

units outstanding is the denominator. Each Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount equal to that ratio in which one is the numerator and the total number of units outstanding is the denominator.

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TALLAHASSEE, FLORIDA

ARTICLE IX - PURPOSE OF LIMITED LIABILITY COMPANY

The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes. Additionally, this limited liability company may engage in ownership of real property in Monroe County, Florida and operation of a business thereon.

ARTICLE X - OPERATING AGREEMENT

Upon the unanimous written consent of all members hereto, this limited liability company may adopt an "Operating Agreement" which shall govern the operation of this limited liability company, shall prescribe the method for electing managers and designating successors, shall, if the members so elect, grant first refusal rights or other restrictions on ownership unit transferability, and govern legal arrangements among members. Nothing in these Articles of Organization shall compel the members to adopt such an Operating Agreement unless they deem same desirable.

IT WITNESS WHEREOF, the undersigned, member of this limited liability company have executed these Articles of Organization on this 14th day of August, 2003.

UNITED STREET, L.C.

By: Gregory T. Kern
Gregory T. Kern, Incorporating Member

STATE OF FLORIDA:
COUNTY OF MONROE:

BEFORE ME personally appeared GREGORY T. KERR, a member of this limited liability company, the signor who personally appeared before me at the time of this notarization and is personally known to me or has produced personally known as identification, and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal at Key West, County of Monroe, and State of Florida, this 14th day of August, 2003.

Cindy Sawyer
Printed Name of Notary
My Commission Expires:

Cindy Sawyer
NOTARY PUBLIC



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03 AUG 18 PM 12:27
STATE
TALLAHASSEE, FLORIDA

**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

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CLERK OF DISTRICT COURT
STATE OF FLORIDA

In compliance with Section 48.061, Florida Statutes, the following is submitted: That UNITED STREET, L.C. desiring to organize or qualify under the laws of the State of Florida as a limited liability company with its principal place of business at 910 United Street, Key West, Florida, 33040, has named, Gregory T. Kerr as its agent to accept service of process, and designates the address at which its registered agent may be served with process to be: 1123 Washington Street, Key West, Florida, 33040.

Signature: Gregory T. Kerr
GREGORY T. KERR, Incorporating Member

Date: 8/14/03

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

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.

Gregory T. Kerr
GREGORY T. KERR, Registered Agent

Date: 8/14/03

ACCEPTANCE AND AFFIRMATION BY MANAGING MEMBERS

The Limited Liability Company is to be managed by two members and is, therefore, a member-managed company.

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TALLAHASSEE, FLORIDA

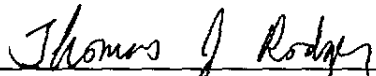

GREGORY T. KERR, Managing Member


THOMAS J. RODGER, Managing Member

In accordance with section §608(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


GREGORY T. KERR, Managing Member

Date: 8/14/03


THOMAS J. RODGER, Managing Member

Date: 8/14/03