

W03000032836

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TALLAHASSEE, FLORIDA

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T. CLINE
AUG 28 2008
EXAMINER

Jean Walpole Coulter & Associates, Inc.

August 25, 2008

Florida Secretary of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: Z2, LLC

Dear Ladies and Gentlemen:

Enclosed are the original, plus one copy, of the Amended and Restated Articles of Organization for Z2, LLC and the required filing fees for this transaction.

Please return all correspondence concerning this matter to the following:

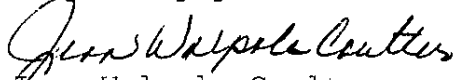
Jean Walpole Coulter
Jean Walpole Coulter & Associates, Inc.
406 South Boulder, Suite 712
Tulsa, Oklahoma 74103
(918) 583-6394

All further information should be directed to the person above at the telephone number also appearing above.

Enclosed is a check for \$60 Filing Fee, Certificate of Status and Certified Copy. We have enclosed an additional copy of the Amended and Restated Articles of Organization, as indicated above.

Should you need anything further in this regard, please do not hesitate to let me know.

Very truly yours,


Jean Walpole Coulter
Attorney at Law

Enclosures

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF Z2, LLC

The Articles of Organization for this Limited Liability Company were filed with the Florida Secretary of State on September 2, 2003, and the assigned document number is L03000032836. These Amended and Restated Articles of Organization of Z2, LLC are submitted to read as follows:

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be Z2, LLC ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 610 N.E. Jensen Beach Blvd., Jensen Beach, Florida 34957, and the mailing address shall be the same.

ARTICLE 3 - EFFECTIVE DATE

The Articles of Organization were originally effective on September 2, 2003. These Amended and Restated Articles of Organization shall be effective immediately upon arrival with the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in commodities distribution and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Spiegel & Utrera, P.A., at 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent

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TALLAHASSEE, FLORIDA

of this Company is Spiegel & Utrera, P.A., 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145.

ARTICLE 7 - ADMISSION OF NEW MEMBERS

Admissions of new members and transfers of member's interests shall be governed by the Regulations of the Company.

ARTICLE 8 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon 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 the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE 9 - MANAGEMENT

The Company shall be managed by a manager or manager(s) in accordance with regulations of adopted by the member(s) 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 the law or these Amended and Restated Articles of Organization. The names of all such manager(s) who is/are to serve as manager is/are:

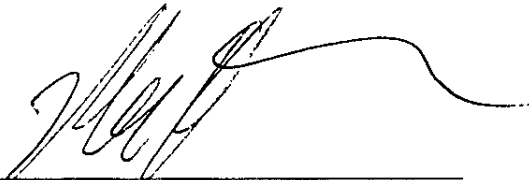
Operating Manager: Marc Baldinger

Secretary: Marc Baldinger

Treasurer: Marc Baldinger

whose addresses shall be the same as the principal office of the Company.

Dated this 22nd day of August, 2008.



MARC BALDINGER, Operating Manager

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