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Richard S. Amari Bradly Roger Bettin, Sr. Robert P. Blaesser, Jr. Alan S. Diamond Mitchell S. Goldman Karen S. Harkness J. Wesley Howze Mary E. Lytle David R. Martin Matthew J. Monaghan David M. Presnick Charles R. Steinberg James S. Theriac, III

Of Counsel: W. Robert Sherry Kendall T. Moore

October 3, 2003

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: GERRY WASHBURN VENDING, L.L.C.

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Organization for the above proposed Florida limited liability company, along with our client's check in the amount of \$155.00, for payment of the following:

Filing Fee:

\$100.00

Registered Agent Fee:

\$ 25.00

Certified Copy Fee:

\$ 30.00

Please file the enclosed Articles and return a certified copy to us. Thank you for your assistance in this matter.

Sincerely,

David M. Presnick

**Enclosures** 

cc: Gerry Washburn Vending, L.L.C.

#### ARTICLES OF ORGANIZATION

OF

### GERRY WASHBURN VENDING, L.L.C.



The undersigned, being authorized to execute and file these Articles, hereby certifies that:

### ARTICLE I Name

The name of this limited liability company ("Limited Liability Company") is: **GERRY WASHBURN VENDING, L.L.C.** 

### ARTICLE II Address

The mailing address and street address of the principal office of the Limited Liability Company is: 1821 Live Oak Drive, South, Rockledge, Florida 32955

### ARTICLE III Duration

The Limited Liability Company shall exist for a perpetual duration.

## ARTICLE IV Management

The Limited Liability Company is to be managed by one or more managers, and the name and address of the initial manager who is to serve as sole manager pursuant to the Regulations of the Limited Liability Company ("Manager") until her successors are elected are:

### GERALDINE M. WASHBURN

1821 Live Oak Drive, South Rockledge, Florida 32955

The initial manager and all subsequent managers shall serve, be removed, and elected pursuant to the Regulations of the Limited Liability Company.

### ARTICLE V Admission of Additional Members

ers owning a % Additional members will be admitted only upon the consent of the Members of majority of the Membership Units upon such terms as provided in the Regulations.

### ARTICLE VI Members' Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, 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.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 30 day of September, 2003.

Geraldine M. Washleum

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 30 day of September, 2003, by GERALDINE M. WASHBURN, who is personally known to me or in has produced as identification.



#### CERTIFICATE OF DESIGNATION

OF

### REGISTERED AGENT/REGISTERED OFFICE



PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: **GERRY WASHBURN VENDING, L.L.C.**
- 2. The name and the Florida street address of the registered agent are:

#### GERALDINE M. WASHBURN

1821 Live Oak Drive, South Rockledge, Florida 32955

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.

GERALDINE M WASHBURN