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SECRETARY - 5 Trainant LAHASSEE, FLORIDA

Robert D. Thorpe THORPE TILE & MARBLE CO., LLC 8711 Woodmont Lane Port Richey, FL 34668

November 19, 2003.

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

RE: THORPETILE & MARBLE CO., LLC

Dear Sir or Madam:

Enclosed for registration are the original and one copy of the Articles of Organization for filing on behalf of the subject Limited Liability Company along with the registered agent certificate.

Also enclosed is a check in the amount of \$125.00 for the filing fees.

Thank you very much.

Sincerely,

Robert D. Thorpe

Enclosures

## ARTICLES OF ORGANIZATION OF THORPE TILE & MARBLE CO., LLC

The undersigned organizers hereby execute and acknowledge these Articles of Organization for the purpose of forming a Limited Liability Company for profit in accordance with the laws of the State of Florida.

#### ARTICLE I NAME

The name of this Limited Liability Company shall be THORPE TILE & MARBLE CO., LLC

### ARTICLE II ADDRESS

The street address of the principal office is 8711 Woodmont Lane, Port Richey, FL 3466. The mailing address is 8711 Woodmont Lane, Port Richey, FL 34668.

#### ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the Registered Agent and Registered Office are:

Robert D. Thorpe 8711 Woodmont Lane Port Richey, FL 34668

### ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

#### ARTICLE V DURATION

The duration period of the Limited Liability Company shall be perpetual.

## ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

The existing members/member-managers of this Limited Liability Company must approve the admission of new members by a unanimous vote. Upon such approval, new members shall be accorded all rights associated with membership in the Limited Liability Company. However, the nontransferring member-managers of this Limited Liability Company are empowered to approve by unanimous vote the admission into membership of a transferee of a former member of this Limited Liability Company.

#### ARTICLE VII MEMBERS RIGHTS TO CONTINUE BUSINESS

The unanimous approval of the remaining members is required to continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member/member-manager or the occurrence of any other event that terminates the continued membership of a member/member-manager in this Limited Liability Company.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

11/2 4/03 Date

Robert D. Thorpe

AM 8: 53

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE OF THORPE TILE & MARBLE CO., LLC

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

The name and the Florida street address of the Registered Agent and Registered Office are:

Robert D. Thorpe

8711 Woodmont Lane

8711 Woodmont Lane Port Richey, FL 34668

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.

Dated this 24 day of November , 2003.

Robert D. Thorpe