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## O'NEILL, BRAGG & STAFFIN, P.C. ATTORNEYS AT LAW 531 PLYMOUTH ROAD, SUITE 500 PLYMOUTH MEETING, PENNSYLVANIA 19462

GARY L. BRAGG
ALVIN M. STAFFIN\*
\*LL.M. IN TAXATION

(610) 941-5300 FAX (610) 941-1060 WILLIAM G. O'NEILL COUNSEL

March 19, 2004

### **VIA FEDERAL EXPRESS**

Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399

Re: Articles of Organization for P & R Resources, LLC

Dear Sir or Madam:

Please file the enclosed Articles of Organization for the subject limited liability company.

Enclosed is our check in the amount of \$155 to cover the \$100 filing fee, the \$25 fee for designation of registered agent and the \$30 fee for a certified copy of the Articles to be returned in the enclosed self-addressed envelope.

Thank you.

Very truly yours,

Gary L. Bragg

Encls.

#### ARTICLES OF ORGANIZATION

**OF** 

#### P & R RESOURCES, LLC



**ARTICLE I:** The name of the limited liability company formed hereby is P & R Resources, LLC.

**ARTICLE II:** The mailing address and the street address of the principal office of the limited liability company is:

Principal Office Address and Mailing Address:

5665 U.S. Highway 1 North Vero Beach, FL 32962

**ARTICLE III:** The name and Florida street address of the registered agent are:

Richard W. Patton 4815 Coventry Drive Vero Beach, FL 32967-7305

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.

Registered Agent's Signature

**ARTICLE IV:** The limited liability company formed hereby shall have perpetual existence.

**ARTICLE V:** The interest of a member may be evidenced by a certificate of membership interest. The procedures for assignment or transfer of a certificate of membership interest shall be as set forth in the operating agreement. The rights and obligations of the holders of membership interests represented by certificates and the rights and obligations of the holders of uncertificated membership interests of the same type, or class and series, shall be identical.

**ARTICLE VI:** These Articles of Organization and the operating agreement may be amended in the manner prescribed at the time by statute, and all rights conferred upon members in these Articles of Organization or the operating agreement are granted subject to this reservation.

# **REQUIRED SIGNATURE:**

Richard W. Patton, Member

Louis M. Ruggiano, Member

(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.)