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**LIMITED LIABILITY COMPANY**

**TAMPA BAY WHOLESALE, LLC**

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**ARTICLES OF ORGANIZATION**  
**OF**  
**TAMPA BAY WHOLESALE, LLC**

The undersigned, as the sole Member of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

**ARTICLE I**  
**Name**

The name of this Company shall be TAMPA BAY WHOLESALE, LLC.

**ARTICLE II**  
**Place of Business**

The principal place of business of this Company shall be 14955 Gulf Boulevard, Suite 2, Madeira Beach, Florida 33708, and such other place or places as may be designated by the members from time to time. The mailing address of this Company shall be 14955 Gulf Boulevard, Suite 2, Madeira Beach, Florida 33708.

**ARTICLE III**  
**Registered Agent and Office**

The initial registered agent for this Company shall be David J. Gutillo, and the address of the registered agent for service of process shall be 14955 Gulf Boulevard, Suite 2, Madeira Beach, Florida 33708.

This instrument was prepared by:  
Tami Lee Latzo, L.A.  
Latz Legal Assisting  
14955 Gulf Boulevard  
Suite 14  
Madeira Beach, Florida 33708  
727-639-1819  
727-394-2775 Fax  
Tami@Latz.com

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**ARTICLE IV**  
**Management of Business**

The Company shall be Manager-Managed. The initial Manager of the company shall be David J. Gutillo.

The undersigned has executed these Articles of Organization this \_\_\_\_ day of April, 2004.

  
\_\_\_\_\_  
DAVID J. GUTILLO, Sole Member and  
Sole Manager

**CERTIFICATE OF DESIGNATION**  
**AND ACCEPTANCE REGISTERED AGENT**

The undersigned, having been named Registered Agent and designated to accept service of process for TAMPA BAY WHOLESale, LLC, at 14955 Gulf Boulevard, Suite 2, Madeira Beach, Florida 33708, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

  
\_\_\_\_\_  
DAVID J. GUTILLO

Dated: April \_\_\_\_, 2004.

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