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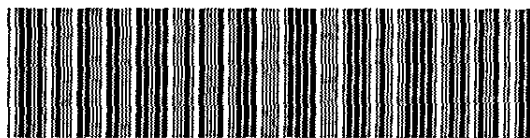
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# LANDT, WIECHENS, LaPEER & AYRES

*A Registered Limited Liability Partnership*

ATTORNEYS AT LAW

FREDERICK E. LANDT, III  
EUGENE A. WIECHENS, P.A.  
RUSSELL W. LaPEER, P.A.\*  
BENJAMIN H. AYRES

\* Board Certified, Civil Litigation and  
Business Litigation  
Also Admitted to District of Columbia  
Certified Mediator, Florida & Federal Courts

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BELLEVUE OFFICE  
5709 S.E. ABSHIER BLVD.  
BELLEVUE, FLORIDA  
Telephone (352) 245-5184  
Telecopier (352) 245-9808

PLEASE REPLY TO  
OCALA OFFICE

April 30, 2004

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
409 E. Gains Street  
Tallahassee, FL 32399

Re: A corporation and three Limited Liability Corporations

Dear Sir:

Enclosed please find the following:

1. SHOTWELL'S MANAGEMENT, INC.
  - a. Original and two copies of Articles of Incorporation.
2. G & K PROPERTY MANAGEMENT, LLC
  - a. Original and two copies of Articles of Organization.
3. CALVIN'S PROPERTY MANAGEMENT, LLC
  - a. Original and two copies of Articles of Organization.
4. AJAX PLUMBING SUPPLY CO., LLC
  - a. Original and two copies of Articles of Organization.

Enclosed please find two checks totaling \$558.75 which should cover the filing fee, certified copy fee and registered agent designation for the corporation and the filing fee, registered agent fee, certified copy of record fee and a certificate of status fee for all of the Limited Liability Corporations.

Upon your approval, please certify a copy of these Articles of Incorporation and return it to my office.

Sincerely,

LANDT, WIECHENS, LaPEER & AYRES

By:

  
Benjamin H. Ayres

BHA:pan

Enclosures

S/SHOTWELL/SEC-ST.LTR

FILED  
CORPORATION  
DIVISION OF  
TALLAHASSEE, FLORIDA  
APR 30 2004

**ARTICLES OF ORGANIZATION**  
**OF**  
**AJAX PLUMBING SUPPLY CO., LLC**  
**A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE 1: NAME AND ADDRESS**

The name of the limited liability company shall be AJAX PLUMBING SUPPLY CO., LLC. The street address of the principal office of the AJAX PLUMBING SUPPLY CO., LLC is 2731 NE Jacksonville Rd (200A) Ocala, Fl 34470, and the mailing address is P.O. Box 816, Ocala, Fl 34478.

**ARTICLE 2: PURPOSE**

The company may engage in any lawful business.

**ARTICLE 3: RESIDENT AGENT AND  
INITIAL REGISTERED OFFICE**

The name of the resident agent is BENJAMIN H. AYRES, 445 NE 8th Ave, Ocala, FL, 34470, and the address of the initial registered office is 2731 NE Jacksonville Rd (200A) Ocala, Fl 34470.

**ARTICLE 4: MANAGEMENT**

The company shall be managed by managers. The names and addresses of the initial managers are:

MANAGER'S NAME:

GEORGE C. SHOTWELL, JR

STREET ADDRESS:

2731 NE Jacksonville Rd (200a)  
Ocala, Fl 34470

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JACKSONVILLE, FLORIDA  
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## **ARTICLE 5: DURATION**

The company's existence shall be perpetual, unless earlier terminated as provided in Section 608.441(1), Florida Statutes.

## **ARTICLE 6: POWERS**

The company shall have all the powers authorized by law or statute.

## **ARTICLE 7: MEMBER LIABILITY**

Except as and to the extent that the Operating Agreement may specifically provide otherwise, a member, or agent of the members, shall not be liable for debts, obligations or liabilities of the company. Any repeal or modification of this Article, or the Operating Agreement, shall be prospective only and shall not adversely affect any limitation of the personal liability of a member, or agent of the members, of the company at the time of the repeal or modification of this Article.

## **ARTICLE 8: CONFLICTS**

Any contract or other transaction between the company and one or more of its members or employees in which the member or employee is interested, directly or indirectly, or between the company and any corporation or association of which one or more of its members or employees have an interest, directly or indirectly shall be valid for all purposes notwithstanding the presence of the member at the meeting of the members that act upon, or in reference to the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the company at the time it is authorized by the members. This Article is intended to expand

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MILWAUKEE COUNTY

the ability of the company to conduct business with interested parties, and shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

#### **ARTICLE 9: AMENDMENT**

The power to amend, alter or repeal these Articles of Organization as maybe provided in the company's Operating Agreement.

#### **ARTICLE 10: CERTIFICATES**

The company has the authority to issue Certificates of Membership to each member evidencing that member's interest in the company. Certificates of Membership shall be signed by a manager or officer of the company.

The undersigned affirms under penalty of perjury that the foregoing facts set forth in these Articles of Organization are true.

**IN WITNESS WHEREOF**, the undersigned members have executed these Articles of Organization this 30 day of April, 2004

MEMBER:

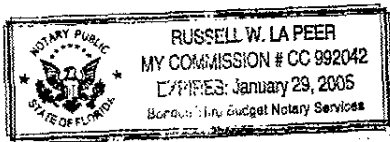
  
GEORGE C. SHOTWELL, JR.

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TALLAHASSEE FLORIDA

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of April, 2004,  
by **GEORGE C. SHOTWELL, JR.** Such person: *(notary must check applicable box)*

- ☒ is personally known to me.
- ☐ produced a current Florida Driver's License as identification.
- ☐ produced \_\_\_\_\_ as identification.
- ☐ sworn to or affirmed and subscribed before the undersigned notary.



Russell W. LaPeer  
Notary Public:  
State of Florida, at Large  
My commission expires:

**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment to act in this capacity, and agree to comply with the provisions of Sections 608.415 and 608.416, Florida Statutes, relative to keeping open said office. I am familiar with and accept the obligations of registered agent for **AJAX PLUMBING SUPPLY CO., Limited Liability Company.**

DATED this 30<sup>th</sup> day of April, 2004

Benjamin H. Ayres  
BENJAMIN H. AYRES  
445 NE 8th Ave,  
Ocala, FL 34470  
Registered Agent

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