

LD4000039480

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500036243485

05/18/04--01047--001 **125.00

RECEIVED
AND
FILED
MAY 19 11:37
FBI - MEMPHIS

52504

The Padilla Holdings, L.L.C.
152 Annwood Road
Palm Harbor, FL 34685
(727) 787-9485

May 14, 2004

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

Dear Sir or Madam:

Enclosed you will find two original copies of the Articles of Organization for The Padilla Holdings, L.L.C. In addition, you will find a check made payable to the Division of State in the amount of \$125.00 representing the filing fee and designation of registered agent fee.

Please return one copy of the Articles of Organization with the filing date stamped on them.

If I can answer any question with regard to the above, please do not hesitate to contact me.

Sincerely,



Nancy Padilla

04 MAY 18 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
AND
FILED

**ARTICLES OF ORGANIZATION
OF
THE PADILLA HOLDINGS, L.L.C.**

ARTICLE 1 - NAME

The name of this Limited Liability Company is **The Padilla Holdings, L.L.C.**

ARTICLE II - DURATION

This Limited Liability Company shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which Limited Liability Companies may be organized under Chapter 608, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The principal address of the Limited Liability Company is 152 Annwood Road, Palm Harbor, FL 34685, the address of the initial registered office is 152 Annwood Road, Palm Harbor, FL 34685; and the name of the initial registered agent of this Limited Liability Company at that address is Nancy Padilla.

SECRETARY
TALLAHASSEE
04 MAY 18 11:11:37
AND
FILED

ARTICLE V -MANAGEMENT

This Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The number of managers may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one manager nor more than five. The name and address of the initial Managers of the Limited Liability Company are:

Nancy Padilla
152 Annwood Road
Palm Harbor, FL 34685

Guadalupe Padilla
152 Annwood Road
Palm Harbor, FL 34685

ARTICLE VIII - INDEMNIFICATION

The Limited Liability Company shall indemnify any Manager or any former Manager, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provision contained in these Articles of Organization, or any amendment hereto, by a majority vote of the Managers, and any right conferred upon the managers is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Manager has executed these Articles of Organization on the 12th day of May, 2004.


Nancy Padilla
Manager

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Nancy Padilla, known to be and known by me to be the person who executed the foregoing Articles of Organization, and she acknowledged before me that she executed those Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 12th of May, 2004.


NOTARY PUBLIC, State of Florida at Large
My commission expires:



Zed M. Turner Jr
My Commission DD252052
Expires September 21 2007

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAY 18 AM 11:37

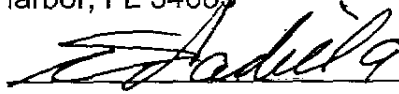
APPROVED
AND
FILED

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

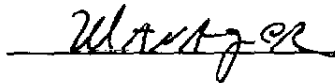
Pursuant to the provision of Section 608., Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Limited Liability Company is: THE PADILLA HOLDINGS, L.L.C.
2. The name and address of the registered agent and office is:

Nancy Padilla
152 Annwood Road
Palm Harbor, FL 34685



Signature



Title

5-17-04

Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 MAY 18 AM 11:38
FILE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATAIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATION OF SECTION 608 FLORIDA STATUTES.



Signature - Registered Agent

5-17-04

Date