

L04000058866

(Requestor's Name)

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PICK-UP WAIT MAIL

(Business Entity Name)

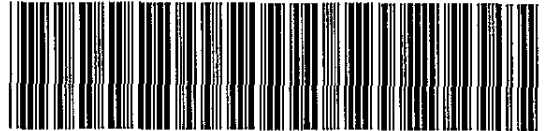
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FILED
04 AUG -4 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 AUG -4 PM 12:16
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 5, 2004

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: GRD PARTNERSHIP, LLC
Ref. Number: W04000029881

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GRD PARTNERSHIP, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida limited liability companies cannot use the word PARTNERSHIP as part of their suffix.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 404A00048796

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
04 AUG - 9 AM 11:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

04 AUG -4 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

GRD Partnership, LLC

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: _____

Name SS Date 8/4/04 Time 9:45

Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION
OF
GRD, LLC
(a Florida Limited Liability Company)

FILED
04 AUG -4 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608.401, et seq., Florida Statutes (the "Act"), do sign, acknowledge and deliver in duplicate to the Secretary, Florida Department of State, these Articles of Organization.

ARTICLE I
Name

The name of the limited liability company (hereinafter referred to as the "Company") shall be **GRD, LLC.**

ARTICLE II
Duration

The Company shall exist perpetually from the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida unless sooner dissolved according to law.

ARTICLE III
Registered Agent and Office

The mailing address and street address of the principal office of the Company is 6566 Daniel Court, Fort Myers, Florida 33908.

The Company's initial registered agent will be Frank R. Jenkins.

The Company's original registered office address, together with its principal place of business in Florida is 6566 Daniel Court, Fort Myers, Florida 33908.

ARTICLE IV
Contributions

All initial amounts of capital contributions (including cash and/or any other property) shall be contributed by the members of the Company.

ARTICLE V
Management

The Company shall be managed by one or more Managing Members elected from time to time by the members. Only Members of the Company shall be eligible for election as Managing Member. Except as otherwise provided in the Operating Agreement, each Managing Member shall have the right to act for and bind the Company in the ordinary course of business; provided, however, if there is disagreement among the Managing Members as to any issue of management of the Company, the decisions of a majority in interest in the profits of the Company owned by the Managing Members shall control.

ARTICLE VI
Additional members and transfer of membership

Additional members may be admitted to the Company upon the unanimous consent of all members of the Company unless any Operating Agreement adopted by the Company provides otherwise. No member shall have the right nor the ability to transfer any interest or membership in the Company without the prior written unanimous agreement of all of the members of the Company.

ARTICLE VII
Indemnification and Liability

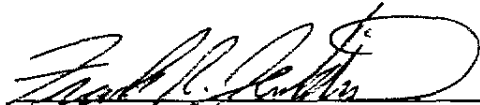
A manager of the Company shall not be liable to the Company or its members for monetary damages for an act of omission in the manager's capacity as a manager, except that this Article VII does not eliminate or limit the liability of a manager to the extent that the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (iv) an act or omission for which the liability of the manager is expressly provided by an applicable statute.

ARTICLE VIII
Action of Members

Any action required by law to be taken at any annual or special meeting of members, or any action which may be taken at any annual or special meeting of members may be taken without a meeting without prior notice provided consent to the action shall be executed by the membership interest having not less than the minimum number of votes that would be necessary to take the action at a meeting at which the holders of all membership interest entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members in accordance with this Article shall be provided to those members who did not consent in writing to the action.

In Witness Whereof, the parties have entered into, executed and made these Articles of Organization as of the date of filing.

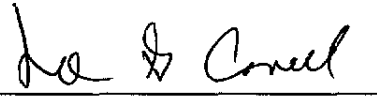
Member:


Frank R. Jenkins

STATE OF FLORIDA
COUNTY OF LEE

I hereby certify that on this day personally appeared before, an officer duly authorized to administer oaths and take Acknowledgement, Frank R. Jenkins, who is personally known to me or who has produced _____ as identification and who did () take an oath () did not take an oath, and he/she acknowledged before me that he/she executed the same freely and voluntarily for the purposes therein expressed.

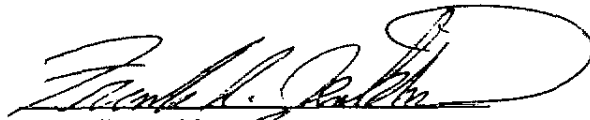
Witness my hand and official seal at Fort Myers, County of Lee and State of Florida, this 3 day of AUGUST, 2004.

(Sign) 

(Print) _____
Marguerite G. Connell
Commission # 0007999
Expires May 23, 2006
Bonded thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Company, at the place designated in these Articles of Organization, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Frank R. Jenkins
Registered Agent