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DEPT OF STATE
DIVISION OF CORPORATIONS

8/16/04

AAA SOLAR SCREENS OF AMERICA CO. LC

ARTICLES OF ORGANIZATION

1. **Name Of Company.** The name of this Limited Liability Company shall be "AAA SOLAR SCREENS OF AMERICA CO. LC" (hereafter, "Company").

2. **Time Period Of Existence Of Company.** The time period of the existence of this Company shall be the maximum period allowed by State of Florida statutes, unless the Company is legally dissolved before that time, and the date of the commencement of the existence of the Company shall be August 10, 2004 in accordance with F.S. §608.409(1).

3. **Purpose Of Company.** The purpose of this Company shall be to engage in the business of manufacturing, marketing, and installing Child Guard Pool Safety Fences that are manufactured by the Company and/or other manufacturers.

4. **Address Of Company.** The mailing and street address of the principal place of business of the Company shall be 10725 Dowry Avenue, Tampa, Florida 33615.

5. **Management Of Company.** The Company is to be co-managed by the following Members of the Company.

John Pete Hollis
11290 N.W. 52nd St.
Coral Springs, FL 33076

Mark Bruce Hollis
10725 Dowry Avenue
Tampa, FL 33615

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DIVISION OF CORPORATIONS

6. **Differences. If Any, In Management Of The Company.** If and only if there are irreconcilable differences between the Managers on any significant issue affecting the success of the Company, Manager-Members shall make a good faith attempt to self-resolve the difference.

But, if self-resolution fails, in order to obtain a binding decision on the issue and to continue to move the Company on towards its goals, Manager-Members shall have two options; namely: (1) retain an outside independent person; e.g. a SCORE Member, or (2) retain William S. Hollis, to make the decision. Co-Managers agree to accept testimony by Affidavit and/or in person of Witnesses under oath to resolve the issue.

If the Managers cannot agree on which of the two options, above, it is mutually agreed that the Co-Managers will retain an Attorney who is a Board Certified Mediator to resolve the difference or, failing a resolution, to make the binding decision on the issue.

7. **Operating Agreement.** Members agree to agree on an "Operating Statement" in accordance with F.S. §608.423 as a basis for anticipating and avoiding any significant differences on any matter affecting the success of the Company. On items of disagreement in the Operating Agreement, if any, Par. 6, above, will apply.

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8. Net Profits. The net profits will be distributed equally between the Members so long as each Member gives full time and best effort for the Company. If there is a difference in views by the Member on the application of this standard, Par. 6, above, will apply.

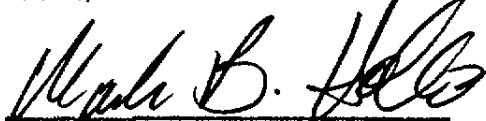
9. Failure To Fulfill Duties To Company And To Other Member(s). In the event of any Member to fulfill their duties to the Company and to each other Member, Par. 6, above, and F.S. §606.4211 will apply.

10. Additional Members Of Company. Addition of additional Members of the Company, if any, shall be by joint agreement. If there is no agreement, Par. 6, above, will apply.

11. Withdrawal Of Member. If any Member withdraws from his duties to the Company and to each other Member for any reason, the withdrawing Member may not assign his interest in the Company to any other natural person or artificial entity prior to dissolution and winding up the Company. Other than this, the provisions of F.S. §606.427 shall be applicable.

12. Termination Of Membership. The death, withdrawal, retirement, bankruptcy, or any other event which terminates the continued membership and/or management of a Member of the Company shall not affect the right of the company to continue the business by the remaining Member(s).

13. Registered Agent Of The Company. The Members appoint William S. Hollis, Federal Attorney at Law, 1482 Willow Brook Drive, Palm Harbor, Florida, 34683, as Registered Agent of the Company for the performance of the Registered Agent duties under Florida Statutes. William S. Hollis is familiar with the role responsibilities set forth in the Florida Statutes, especially F.S. Chapter 608, and accepts this appointment by his signature affixed, below.



Mark Bruce Hollis



John Pete Hollis



William S. Hollis, Registered Agent

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