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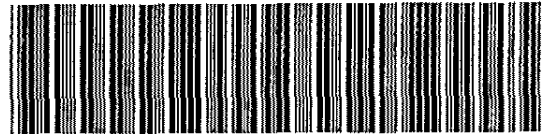
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 130054 113642A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 7, 2005

ORDER TIME : 10:28 AM

ORDER NO. : 130054-005

CUSTOMER NO: 113642A

CUSTOMER: Bruce R. Abernethy, Jr., Esq
Bruce R. Abernethy, Jr., P.a.

Suite 6, 900 Virginia Avenue
Professional Centre
Ft. Pierce, FL 34982

DOMESTIC FILING

NAME: R & T ALUMINUM SERVICES, LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: _____

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Articles of Organization
of
R & T Aluminum Services, LLC

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizers of a limited liability company, hereby adopt the following Articles of Organization for such Company:

Article I
Name

The name of the limited liability company is R & T Aluminum Services, LLC.

Article II
Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

Article III
Units Of Equity Ownership

Section A. **Authorized Units of Equity Ownership.** The maximum number of units of equity ownership units R & T Aluminum Services, LLC is authorized to have outstanding is 1,000 units, all of which shall be identical units.

Section B. **First Lien.** The Company shall have a first lien upon the units of any Member for any debt or liability owing by such Member to the Company.

Section C. **Restrictions on Disposition of Units.** No Member of this Company shall sell, transfer, convey, pledge, give, distribute or encumber any unit or units in the Company without first giving notice in writing to the Company of such intended disposition and without first securing the written approval of Members of the Company owning 100% of the then-issued and outstanding Membership Units of the Company. However, nothing contained herein shall prevent distribution by operation of law, of such unit or units, provided that in such case a transferee shall be bound by the provisions contained in this Section the same as an original Member.

Section D. **Right to Redeem Units.** Without regard to any other power to purchase units of the Company as permitted by law, the Company may purchase outstanding units in an amount not to exceed its capital, paid-in surplus and retained earnings.

Section E. Transfer of Units of Indebted Member. If a Member shall be indebted to the Company, the Company may refuse to consent to a transfer of his units until such indebtedness is paid, provided a copy of this Section or the substance thereof is written or printed upon the Certificates representing such units.

Article IV
Registered Agent And Office

The address of the initial Registered Office of the Company is 5105 Deer Run Drive, Ft. Pierce, Florida 34951, and the name of its initial Registered Agent at such address is Raymond Atkinson.

Article V
Principal Office

The mailing address and street address of the principal office of the Company is 5105 Deer Run Drive, Ft. Pierce, Florida 34951.

Article VI
Organizers

The names and addresses of the organizers are:

Thomas Edward Atkinson
5105 Deer Run Drive
Ft. Pierce, Florida 34951

Alisa M. Atkinson
5105 Deer Run Drive
Ft. Pierce, Florida 34951

Thomas Ellery Atkinson
5105 Deer Run Drive
Ft. Pierce, Florida 34951

Raymond Atkinson
5105 Deer Run Drive
Ft. Pierce, Florida 34951

Lawrence H. Smith
503 Spruce Drive
Ft. Pierce, Florida 34982

The organizers are natural persons over the age of twenty-one years.

Article VII
Purpose And Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

Article VIII
Management

The Company is to be managed by a Member-Manager or Member-Managers. The Member-Manager(s) of the Company shall be named pursuant to the Operating Agreement of the Company. The initial Member-Managers of the Company, who shall serve as such until their successors are elected and shall qualify, are:

<u>Office</u>	<u>Name and Address</u>
Member-Manager	Thomas Edward Atkinson 5105 Deer Run Drive Ft. Pierce, Florida 34951
Member-Manager	Alisa M. Atkinson 5105 Deer Run Drive Ft. Pierce, Florida 34951
Member-Manager	Thomas Ellery Atkinson 5105 Deer Run Drive Ft. Pierce, Florida 34951
Member-Manager	Raymond Atkinson 5105 Deer Run Drive Ft. Pierce, Florida 34951
Member-Manager	Lawrence H. Smith 503 Spruce Drive Ft. Pierce, Florida 34982

Article IX
Indemnification

The Company shall indemnify any Member and/or Member-Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that such Member and/or Member-Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member and/or Member-Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Member and/or Member-Manager in the event of (i) a breach of such Member and/or Member-Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member and/or Member-Manager derived an improper personal benefit, or (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act, or (v) judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the Company, or against expenses in any such case where such Member and/or Member-Manager shall be adjudged liable to the Company.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

Article X
Copies

Copies of the Operating Agreement of R & T Aluminum Services, LLC may be obtained from Alisa M. Atkinson via a written request mailed to 5105 Deer Run Drive, Ft. Pierce, Florida, 34951.

Article XI
Real Estate Documents

All conveyances and mortgages of and leases relating to real property made by the Company shall be executed by a Member-Manager, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by a Member-Manager.

Article XII
Amendment Of Articles Of Organization

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles Of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.


Article XIII
Approval Of Compensation

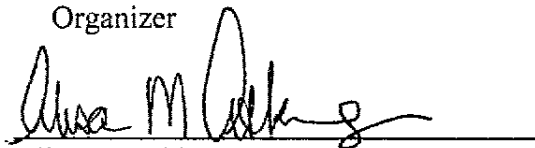
No salary or other compensation shall be paid to any Officer of the Company for services rendered as such Officer unless and until the same shall have been approved in writing, or by affirmative vote taken at a duly held Members' meeting by the record holders of at least 80% of the then-outstanding units of the Company.

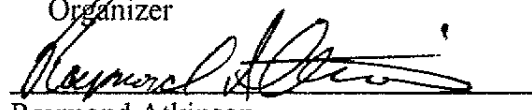
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

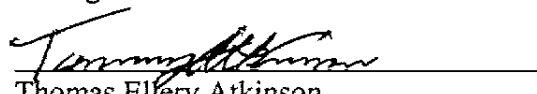
Signature of Member or authorized representative of Member.

Dated 12-30, 2004.


Thomas Edward Atkinson
Organizer



Alisa M. Atkinson
Organizer


Raymond Atkinson
Organizer


Thomas Ellery Atkinson
Organizer

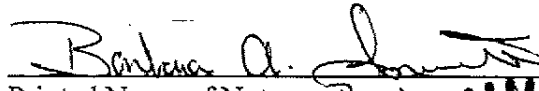

Lawrence H. Smith
Organizer

Having been appointed the registered agent of R & T Aluminum Services, LLC, I hereby accept the duties and responsibilities of this position.


Raymond Atkinson
Registered Agent

State of Florida)
) ss.
County of St. Lucie)

The foregoing instrument was acknowledged before me this Dec. 30, 2004 by Thomas Edward Atkinson, ☒ who is personally known to me or ☐ who has produced a Florida driver's license as identification.


Printed Name of Notary: Barbara A. Smith
Notary Public in and for said State
Notary Stamp:

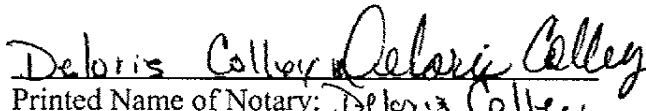


State of Florida)
) ss.
County of St. Lucie)

The foregoing instrument was acknowledged before me this Dec 1, 2004 by Alisa M. Atkinson, ☒ who is personally known to me or ☒ who has produced a Florida driver's license as identification. FL A32501343 864-0




Deloris Colley
Commission # DD100367
Expires April 12, 2006
Bonded Thru
Atlantic Bonding Co., Inc.


Printed Name of Notary: Deloris Colley
Notary Public in and for said State
Notary Stamp:

State of Florida)
) ss.
County of St. Lucie)


The foregoing instrument was acknowledged before me this Dec 30, 2004 by Raymond Atkinson, ☒ who is personally known to me or ___ who has produced a Florida driver's license as identification.

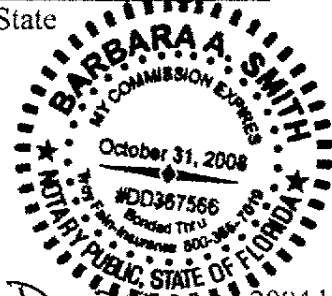

Printed Name of Notary: Barbara A. Smith
Notary Public in and for said State
Notary Stamp:



State of Florida)
) ss.
County of St. Lucie)


The foregoing instrument was acknowledged before me this Dec 30, 2004 by Thomas Ellery Atkinson, ☒ who is personally known to me or ___ who has produced a Florida driver's license as identification.


Printed Name of Notary: Barbara A. Smith
Notary Public in and for said State
Notary Stamp:



State of Florida)
) ss.
County of St. Lucie)

The foregoing instrument was acknowledged before me this Dec 30, 2004 by Lawrence H. Smith, ☒ who is personally known to me or ___ who has produced a Florida driver's license as identification.


Printed Name of Notary: Barbara A. Smith
Notary Public in and for said State
Notary Stamp: