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DIVISION OF CORPORATIONS

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DAVID J. MURZIN 2401SWEETHEART LANE PENSACOLA, FL 32526 850-944-7725

January 20, 2005

Department of State Registration Section Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 Phone: (850) 245-6051 Via UPS Overnight Courier

Re: Articles of Organization for ROADSIDE DAISY LLC

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Organization for the Florida limited liability company, **ROADSIDE DAISY LLC** and a check, numbered $\frac{293}{}$, in the amount of One Hundred Sixty and No/100 Dollars (\$160.00) representing the aggregate amount for a) the \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent, b) the \$30.00 Filing Fee for the Certified Copy, and c) the \$5.00 Filing Fee for the Certificate of Status. Please submit the enclosed for registration. My daytime phone number is 850-944-7725. Thank you in advance for your prompt assistance.

Sincerely,

David I Murzin

ARTICLES OF ORGANIZATION OF ROADSIDE DAISY LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **ROADSIDE DAISY LLC**, hereinafter the "Company".

ARTICLE II- ADDRESS

The mailing address and street address of the principal office of the Company is 2401 SWEETHEART LANE, PENSACOLA, FLORIDA 32526.

ARTICLE III- DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these articles of organization or in the Operating Agreement.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida are as follows:

NAME ADDRESS

DAVID J. MURZIN

2401 SWEETHEART LANE
PENSACOLA, FLORIDA 32526

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members or as provided in the Operating Agreement.

ARTICLE VI- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may

transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII- MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by majority/unanimous vote of all the remaining members.

ARTICLE VIII - MANAGEMENT

The Company shall be managed by a manager in accordance with an Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The Company shall be managed by the members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and addresses of the members and managers of the Company are as follows:

<u>NAME</u> <u>ADDRESS</u>

DAVID J. MURZIN 2401 SWEETHEART LANE PENSACOLA, FLORIDA 32526

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Pensacola, Florida, on the date indicated below.

David J. Murzin; Member/Manager

<u>| 1-20-05</u>

Date

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT & REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, **ROADSIDE DAISY LLC**, a Limited Liability Company formed pursuant to the statutes, laws rules and regulations of the State of Florida, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is **ROADSIDE DAISY LLC**.
- 2. The name and street address of the registered agent in Florida are:

DAVID J. MURZIN

2401 SWEETHEART LANE PENSACOLA, FLORIDA 32526

The undersigned, being the person named in the articles of organization of **ROADSIDE DAISY LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Sign: ___

Executed by: DAXII

Its: Registered Agent

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