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SECRETARY OF STATE

## GOODLETTE COLEMAN & JOHNSON, P.A. ATTORNEYS AT LAW

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Writer's Email: apescetto@gcjlaw.com

January 19, 2005

Via FedEx No. 7914 5082 4167

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399 850.245.6051 Phone

Re: Yellowstone Equipment Company, LLC

Dear Sir or Madam:

The enclosed Articles of Organization for the above-referenced Florida limited liability company are submitted for filing, along with our firm's trust account check in the amount of \$125.00 for the filing fee and Designation of Registered Agent.

Please return all correspondence concerning this matter to: Kevin G. Coleman, Esq., Goodlette, Coleman & Johnson, P.A., 4001 Tamian Ara North, Suite 300, Naples, FL 34103-3591.

For further information concerning this matter, please 239.435.3535.

Sincerely

Amy Pescetto Paralegal

Encl.

Cc: James T. Murphy (via email) Kevin G. Coleman, Esq.

## ARTICLES OF ORGANIZATION OF YELLOWSTONE EQUIPMENT COMPANY, LLC,

a Florida Limited Liability Company

The undersigned, being the authorized representative of the initial members of a limited liability company to be organized under the Florida Limited Liability Company Act, adopt and submit the following Articles of Organization for such limited liability company:

## ARTICLE I

The name of the limited liability company shall be **YELLOWSTONE EQUIPMENT COMPANY**, **LLC**, a Florida limited liability company (the "Company").

#### ARTICLE II PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company shall be 1150 Central Avenue, Naples, Florida 34102.

## ARTICLE III REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered agent of the Company is 4001 Tamiami Trail North, Suite 300, Naples, Florida, 34103, and the name of the initial registered agent at such address is Kevin G. Coleman, Esq.

#### ARTICLE IV ADMISSION OF MEMBERS

The members of the Company may admit new members to the Company of the fully described in and subject to the terms, conditions and requirements set forth in the Company's operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

#### ARTICLE V EFFECTIVE DATE

The Company's effective date of existence shall begin on the date of filing of these Articles.

#### ARTICLE VI DURATION

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

#### ARTICLE VII ADOPTION OF OPERATING AGREEMENT AND REGULATIONS

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

#### ARTICLE VIII INITIAL MANAGERS

The Company will be managed by one or more managers, who shall be designated, appointed or elected by the Members, as more fully described in the Operating Agreement and Regulations. The initial number of managers of the Company shall be one (1) which shall be designated, appointed or elected in accordance with the terms of the Operating Agreement and Regulations of the Company. The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations.

IN WITNESS WHEREOF, the undersigned, being the duly authorized representative of the Company, for the purpose of forming a limited liability company under the Harida Limited Liability Company Act, has executed these Articles of Organization as of the day of January, 2005.

By.

Kevin G. Coleman San Authorized Representative

Page 2 of 3

#### **ACCEPTANCE BY REGISTERED AGENT**

I, **Kevin G. Coleman**, having been duly designated to act as registered agent and to accept service of process for Yellowstone Equipment Company, LLC, a limited liability company to be organized under the Florida Limited Liability Company Act, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the designations of my position as Registered Agent.

\_\_\_\_

Kevin G. Coleman

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SECRETARY OF STATE