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SECRETARY OF STA



Suite 300 1635 East Highwar 50 (34711) Post Office Box 120848 Clermont, FL 34712-0848 TEL 352-394-2103

FAX 352-394-2105

gray-robinson.com

KEY WEST LAKELAND MELBOURNE ORLANDO TALLAHASSEE

Тамра

CLERMONT

March 30, 2005

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32301

RE: K & M INVESTMENTS OF FLORIDA, L.L.C.

## Gentlemen:

Enclosed please find an original and one copy of the Articles of Organization for the above-captioned Limited Liability Company, together with a check in the amount of \$125.00 representing the filing fee and registered agent fee.

If you have any questions regarding this matter, please contact our office.

Very truly yours,

GRAYROBINSON, P.A.

Wade Boyette

KWB/jlm Enclosures

## ARTICLES OF ORGANIZATION

of

# K & M INVESTMENTS OF FLORIDA, L.L.C.

The undersigned hereby certifies that he has associated himself with other members for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

#### ARTICLE I

## NAME AND PRINCIPAL OFFICE

The name of this limited liability company is K & M INVESTMENTS OF FLORIDA, L.L.C., and its principal office and mailing address is located at 4327 S HIGHWAY 27, SUITE 162, CLERMONT, FL. 34711.

#### ARTICLE II

#### DURATION

The existence of this limited liability company shall be perpetual, commencing on the date of filing with the Secretary of State's office.

## ARTICLE II

# **PURPOSE**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

## ARTICLE III

## MEMBERSHIP

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign # 17458 v1

their interests.

#### ARTICLE IV

## DISSOLUTION

The limited liability company will dissolve as provided in the Operating Agreement executed by and among the members.

# ARTICLE V

#### MANAGEMENT

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial managers, who shall serve until the earlier of their death, resignation, replacement or until the first annual meeting of members and his successors are elected and qualified, shall be:

### MARK R. EDWARDS

## ARTICLE VI

## INITIAL REGISTERED OFFICE AND AGENT

The street address of this limited liability company's initial registered office is 4327 S HIGHWAY 27, SUITE 162, CLERMONT, FL. 34711, and the name of this limited liability company's initial registered agent is MARK R. EDWARDS.

The undersigned, being one of the members of the limited liability company	, herel	by_certif	fies
that the foregoing constitutes the Articles of Organization of K & M INVESTMENT	<u>S-OF</u> 1	F <b>EO</b> RII	)A, į
L.L.C	SS	ž L	F
		<u>-</u> -	4 4
IN WITNESS WHEREOF, the undersigned has executed these Articles of	Organ	nization	for
this limited liability company this 30 day of Mach., 2005.		: 10	

Mark R. EDWARDS

## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, MARK R. EDWARDS, am familiar with and hereby accept the appointment as Registered Agent for K & M INVESTMENTS OF FLORIDA, L.L.C., as set forth in the Articles of Organization filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 30 day of 2005.

MARK R. EDWARDS