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N. Culligan AUG - 8 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6051

DATE: August 2, 2005

SUBJECT: S & P BRUSH REMOVAL, L.L.C.

Enclosed are an original and one copy of the Articles of Organization and a check for \$155.00 for the following:

1. \$100.00 filing fee.
2. \$25.00 for Registered Agent Fee.
3. \$30.00 for a Certified Copy of Record.

FROM: Jerry B. Wells, P.L.
Jerry B. Wells, Esquire
511 S. Ridgewood Avenue
Daytona Beach, FL 32114
(386) 253-3676

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**ARTICLES OF ORGANIZATION
OF
S & P BRUSH REMOVAL, L.L.C.**

The undersigned subscribers to these Articles of Organization, natural persons competent to contract, hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this company is S & P BRUSH REMOVAL, L.L.C. .

ARTICLE II - DURATION

This term of the company shall commence on the date the Articles of Organization are filed with the Secretary of State of the State of Florida and shall continue perpetually or unless earlier dissolved in accordance with the provisions of Florida law or operating agreement of the company.

ARTICLE III - PURPOSE

This Limited Liability Company is created for the purpose of brush removal and any other legal business as may be agreed on by the members.

ARTICLE IV – PLACE OF BUSINESS

The principal place of business of this Limited Liability Company shall be 1444 General Custer Avenue, Daytona Beach, Florida 32124, and such other place or places as the members from time to time may determine.

ARTICLE V – REGISTERED AGENT

The name and address of the initial Registered Agent of the company shall be PAUL E. BERUBE, 1444 General Custer Avenue, Daytona Beach, Florida 32124.

ARTICLE VI – MEMBERS

The Company shall have *two members* who shall be as follows:

NAME	ADDRESS
PAUL E. BERUBE	1444 General Custer Avenue Daytona Beach, FL 32124
STEPHEN BERUBE	1444 General Custer Avenue Daytona Beach, FL 32124

After the date of the formation of the company, any person or entity acceptable to the members by their unanimous vote thereof may become a member of this company either by the issuance of the company of membership interest for such consideration as the members by their unanimous vote shall determine, or as a transferee of a member's membership interest or any portion thereof, *subject to the terms and conditions of the operating agreement of the company.*

ARTICLE VII – CONTINUATION OF BUSINESS

In the event of death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members of the limited liability company reserve the right to *continue the business of the company* upon the consent of all remaining members within ninety days of the withdrawal event, provided that at all times there remain at

least two remaining members.

ARTICLE VIII - MANAGEMENT OF THE COMPANY

The Limited Liability Company is to be managed by the members or such persons as may be designated or appointed by the members as managers. The names and addresses of the member managers who will serve until the first annual meeting of the members or until their successors are elected and qualified are:

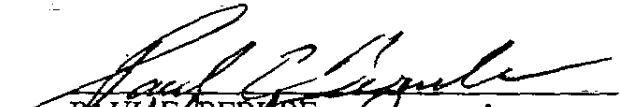
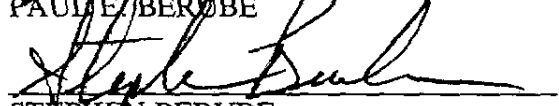
NAME	ADDRESS
PAUL E. BERUBE	1444 General Custer Avenue Daytona Beach, Florida 32124
STEPHEN BERUBE	1444 General Custer Avenue Daytona Beach, Florida 32124

ARTICLE IX - AMENDMENTS

These articles, except with respect to the vested rights of the members, may be amended from time to time by a unanimous consent of the members, and the amendments shall be filed, duly signed by all members of the company, with the Florida Department of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed these Articles of Organization, under the laws of the State of Florida, this 1 day of

24, Aug., 2005.


PAUL E. BERUBE

STEPHEN BERUBE

STATE OF FLORIDA]
] SS
COUNTY OF VOLUSIA]

I HEREBY CERTIFY that before me this day, personally appeared PAUL E. BERUBE,
to me known to be the person described in and who executed the foregoing Articles of
Organization or who produced FL Driver's Lic # as identification,
B610-685-49---
and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 1
day of August, 2005.

DEBORAH LYNN SCHMIT
NOTARY PUBLIC, STATE OF FLORIDA
MY COMM. EXP. MAY 02, 2007
COMM. # DD 199882

Deborah Lynn Schmit
Notary Public
State of Florida at Large

STATE OF FLORIDA]
] SS
COUNTY OF VOLUSIA]

I HEREBY CERTIFY that before me this day, personally appeared STEPHEN BERUBE,
to me known to be the person described in and who executed the foregoing Articles of

Organization or who produced FL Driver's lic #
B610-795-72... as identification,
and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 1
day of Aug., 2005.

DEBORAH LYNN SCHMIT
NOTARY PUBLIC, STATE OF FLORIDA
MY COMM. EXP. MAY 02, 2007
COMM. # DD 199882

Deborah Lynn Schmit
Notary Public
State of Florida at Large

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, having been named registered agent for the above stated limited liability company, at the place designated in the foregoing Articles of Organization, hereby accepts to act in this capacity, acknowledges that he is familiar with and agrees to comply with the provisions of Section 608.415, Florida Statutes, and accepts all responsibilities and obligations of that position.

Paul E. Berube
PAUL E. BERUBE

STATE OF FLORIDA]
] SS
COUNTY OF VOLUSIA]

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DIVISION OF CORPORATIONS
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I HEREBY CERTIFY that before me this day, personally appeared PAUL E. BERUBE to me known to be the person described in and who executed the foregoing Acceptance or who produced FL Drivers Lic.
B610-685-~ as identification, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 1
day of Aug., 2005.

Deborah Lynn Schmit
Notary Public
State of Florida at Large

DEBORAH LYNN SCHMIT
NOTARY PUBLIC, STATE OF FLORIDA
MY COMM. EXP. MAY 02, 2007
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