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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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(City/State/Zip/Phone #)

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(Business Entity Name)

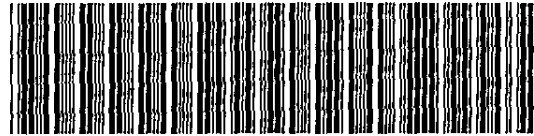
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CARDILLO, KEITH & BONAQUIST

A Professional Association of Attorneys and Counselors at Law

Dedicated to Client Service

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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October 18, 2005

Division of Corporations

Registration Section

409 East Gaines Street

Tallahassee, FL 32399

Re: GPM, LLC

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Organization GPM, LLC, an original and one copy of the Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent upon Whom Process May be Served, and a check in the amount of \$125.00 which represents the following fees:

Filing fee \$100.00

Registered Agent fee \$ 25.00

TOTAL \$ 125.00

Please file the original of the enclosed documents and return a certified copy of them to the undersigned in the self-addressed, stamped envelope provided.

Thank you for your prompt attention to this matter.

Very truly yours,

CARDILLO, KEITH & BONAQUIST, P.A.



James A. Bonaquist, Jr.

JAB:tmp

Enclosures

cc/enc.: Client

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Articles of Organization

of

GPM, LLC

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ARTICLE I **NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **GPM, LLC**, (the "Company"), and its principal office shall be located at 3265 16th Avenue Southeast, Naples, Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address of the Company shall be the same.

ARTICLE II **PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
 6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III **EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of, the member(s) of this Company. This Article may be amended from time to time in the regulations of the Company by a unanimous vote of the member(s) of the Company.

ARTICLE IV
MANAGEMENT

Management of the Company is reserved to its member(s), whose name(s) and address(es) follows:

Michael L. Gallucci
3265 16TH Avenue Southeast
Naples, Florida 34117

ARTICLE V
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent, or in accordance with the regulations adopted by the member(s). Contributions required of new members shall be determined as of the time of admission to the Company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members, or in accordance with the regulations adopted by the member(s).

ARTICLE VI
DURATION

The duration of the Company shall be perpetual, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the member(s).

ARTICLE VII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Company is: 265 16th Avenue Southeast, Naples, Florida, and the name of the Company's initial registered agent at that address is Michael L. Gallucci.

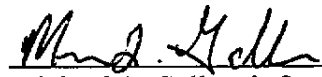
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IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them

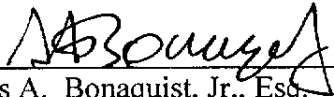
to be my act on this 17th day of October, 2005.

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Michael L. Gallucci, Organizer/Member SECRETARY OF STATE
TALLAHASSEE, FLORIDA



James A. Bonaquist, Jr., Esq.

(Florida Bar # 606405)

CARDILLO, KEITH & BONAQUIST, P.A.

Attorneys at Law

3550 East Tamiami Trail

Naples, Florida 34112-4999

Phone: (239) 774-2229

Fax: (239) 774-2494

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**Certificate Designating Place of Business or Domicile for the Service of
Process Within this State, Naming Agent upon Whom Process May Be Served**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned limited liability company, organized under the laws of the State of Florida,
submits as follows:

That GPM, LLC, desiring to organize under the laws of the State of Florida with its principal place of business as indicated in the Articles of Organization at 3265 16th Avenue Southeast, Naples, Florida, has named Michael L. Gallucci, 3265 16th Avenue Southeast, County of Collier, State of Florida, as its Registered Agent to accept service of process within the State of Florida.

GPM, LLC

By: Michael L. Gallucci
Michael L. Gallucci, Organizer/Member

Michael L. Gallucci hereby accepts the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. Michael L. Gallucci further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent under Chapter 608, Florida Statutes.

Dated this 17th day of October, 2005.

Michael L. Gallucci
Michael L. Gallucci, Registered Agent