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(City/State/Zip/Phone #)

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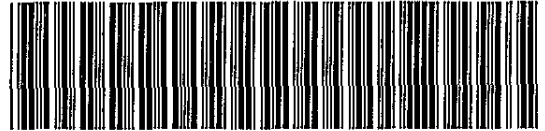
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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ROBERT S. THURLOW, P.A.  
ATTORNEY AT LAW  
CERTIFIED FAMILY MEDIATOR  
415 CANAL STREET  
NEW SMYRNA BEACH, FLORIDA 32168

ASSISTANTS:  
JANE MYERS: FAMILY & CIVIL  
DIANE EYRE: ESTATES & PROPERTY  
MARJORIE THURLOW: CLIENT SERVICES  
GLENDA SNELL: ACCOUNTING

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December 8, 2005

FL Secretary of State  
**Attn: Registration Section**  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: K & S HOLDINGS, LLC**

Dear Sir/Madam:

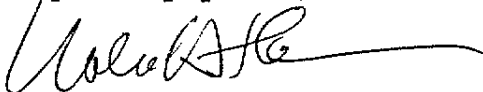
Enclosed are the following:

1. Articles of Organization for the above referenced LLC and one copy.
2. Acceptance of Appointment as Registered Agent.
3. \$125.00 filing fee

Please process this new entity and return a time stamped copy of my files.

Thank you for your assistance with this request. Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Robert S. Thurlow

RST:jkm  
Enclosures  
cf: Client(s)

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
K & S HOLDINGS, LLC**

The undersigned, for the purpose of forming a single member limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, does hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be **K & S HOLDINGS, LLC** ("Company").

**ARTICLE II -- ADDRESS**

The street address of the principal office of the company shall be 920 2<sup>nd</sup> Avenue, New Smyrna Beach, Florida 32169 and the mailing address is the same.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date the articles of organization were filed by the Florida Department of State. The company's existence shall be perpetual.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is **Alcide Pomainville** at 823 Maralyn Avenue, New Smyrna Beach, Florida 32169.

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The member of the company shall contribute all of the capital of the company in cash or property.

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

The member shall make additional capital contributions to the company as the member determines necessary.

**ARTICLE VII -- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the written consent of the member of the company and on such terms and conditions as shall be determined by the member. The member may transfer its interest in the company as set forth in the regulations 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 the member of the company proposing to dispose of its interest approves of the proposed transfer by written consent.

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TALLAHASSEE, FLORIDA

## ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of the member or on the occurrence of any other event that terminates the continued membership of the member in the company.

## ARTICLE IX -- MANAGEMENT

The company shall be managed by the member in accordance with regulations adopted by the member for the management of the business and affairs of the company. These 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. The name and address of the members of the company is.

### NAME

Kenneth Wentworth Taylor  
Sherri Regina Taylor

### ADDRESS

920 2<sup>nd</sup> Avenue, New Smyrna Beach, Florida 32169  
920 2<sup>nd</sup> Avenue, New Smyrna Beach, Florida 32169

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at New Smyrna Beach, Florida, on this 8<sup>th</sup> day of December, 2005.

Kenneth Wentworth Taylor  
Name of Organizer: K & S HOLDINGS, LLC

By: Kenneth Wentworth Taylor

Kenneth Wentworth Taylor  
Applicant: K & S HOLDINGS, LLC

By: Kenneth Wentworth Taylor

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TAYLOR  
K & S HOLDINGS, LLC  
STATE OF FLORIDA

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Sworn to (or affirmed) and subscribed before me this 8<sup>th</sup> day of December, 2005 by Kenneth Wentworth Taylor.

Personally Known        or Produced        Driver License - Nova Scotia  
as Identification

Jane K. Myers  
Notary Public -- State of Florida

Print, Type, or Stamp

Commissioned Name of Notary Public



Jane K. Myers  
MY COMMISSION # DD232566 EXPIRES  
October 27, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **K & S HOLDINGS, 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.

Alcide Pomainville  
Name: Alcide Pomainville  
Registered Agent

Dated: December 12/13, 2005

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