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## J. MARVIN GUTHRIE, P. A.

ATTORNEY AT LAW
SUITE 101
1230 SOUTH MYRTLE AVENUE
CLEARWATER, FLORIDA 33756

J. MARVIN GUTHRIE BOARD CERTIFIED IN TAXATION

TELEPHONE (727) 449-1600 TELECOPIER (727) 449-0081

February 3, 2006

Corporate Records Bureau Division of Corporations Department of State 409 E. Gaines Street Tallahassee, FL 32301

Re: Vejvoda Organic Candies, LLC.

Dear Sir or Madam:

Enclosed herewith for filing are the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the above-referenced limited liability company.

Also enclosed is this firm's check made payable to your order in the amount of \$160.00 to cover the filing fee and the fee to provide this office with a certified copy.

Marvin Guthrie

truly yours

JMG:scd Enclosures



#### ARTICLES OF ORGANIZATION

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OF

SECHERALI OF STATE
VEJVODA ORGANIC CANDIES, LLC. TALLAHASSEE, FLORIDA

I.

NAME.

The name of this limited liability company shall be VEJVODA ORGANIC CANDIES, LLC.

II.

#### **ADDRESS**

The initial principal office and mailing address of the company shall be 14078 89th Avenue North, Seminole, FL 33776.

III.

#### PURPOSE

This company is organized to engage in any activity of business permitted under the laws of the United States or of this State.

IV.

### TERM OF EXISTENCE

This company shall begin existence as of the date of filing and shall exist perpetually.

v.

#### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this company is 14078 89th Avenue North, Seminole, Florida,

J. MARVIN GUTHRIE,
P. A.
ATTORNEY AT LAW

1230 MYRTLE AVENUE SOUTH
SUITE 101

CLEARWATER, FLORIDA 33756
(727) 449-1600

33776, and the name of the initial registered agent of this company at that address is Debra E. Johnson.

VI.

#### MANAGEMENT

This company is to be managed by one or more managers and will be a manager managed company.

VII.

# RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT

If a provision of these Articles of Organization differs from a provision of the company's operating agreement, then, to the extent allowed by law, the operating agreement will govern.

#### VIII.

## INDEMNIFICATION

The company shall indemnify any manager or member or any former manager or member, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has executed these Articles of Organization and affirms under the penalties of perjury that the facts stated herein are true, this \_\_\_ day of

Feb 3rd, 2006.

Debra E. Johnson

J. MARVIN GUTHRIE,
P. A.
ATTORNEY AT LAW
1230 MYRTLE AVENUE SOUTH
SUITE 101
CLEARWATER, FLORIDA 33756

(727) 449-1600

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is VEJVODA ORGANIC CANDIES, LLC.
- 2. The name and the Florida street address of the registered agent are:

14078 89th Avenue North Seminole, FL 33776

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I 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 I am familiar with and accept the obligations of my position as registered agent.

Debra E. Johnson