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REFERENCE: 944777 80856A AUTHORIZATION\_ COST LIMIT ORDER DATE: March 27, 2006 ORDER TIME : 3:34 PM ORDER NO. : 944777-005 CUSTOMER NO: 80856A DOMESTIC FILING NAME: COWDOG, L.L.C. EFFECTIVE DATE: ARTICLES OF INCORPORATION \_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP XX ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY \_\_\_\_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Kelly Courtney - EXT. 2916

EXAMINER'S INITIALS:

# ARTICLES OF ORGANIZATION

OF

# COWDOG, LLC

Section 18 and 1 The undersigned, for the purpose of forming a limited liability company under th Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

#### ARTICLE I - NAME

The name of the limited liability company shall be COWDOG, LLC ("The Company").

#### ARTICLE II - ADDRESS

The mailing and street address of the principal office of the Company shall be 2242 Main Street. Fort Myers, Florida, 33901.

# ARTICLE III - DURATION / PURPOSE

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless this Company is dissolved as provided by law or as set forth in these articles of organization.

The Company is organized for and may conduct any lawful business, activity or purpose.

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and Florida street address of the registered agent is HARRY O. HENDRY, 2242 Main Street, Fort Myers, Florida, 33901.

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 the 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 as provided for in Chapter 608, Florida Statutes.

Harry O. Hendry

# ARTICLE V - INITIAL MEMBERS / NEW MEMBERS/CAPTAL CONTRIBUTIONS

The initial members of the Company are: HARRY O. HENDRY & LAUREL C. HENDRY.

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the Company, but the transfered shall have no right to participate in the management or business affairs of the Company or become a member unless all the other members of the Company approve of the transfer by unanimous written consent.

Each member shall make additional capital contributions to the Company only on the majority vote of the members.

# ARTICLE VI - CONTINUITY / DISSOLUTION

The members will have the right to continue the Company upon the death, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any event which terminates the continued membership of a member in the Company (collectively "withdrawal") as long as there is a remaining member, and the remaining member or members agree to continue the Company by unanimous written consent after the withdrawal of a member.

The Company shall be dissolved at any time there are no members, provided that if an individual who is a member dies, the member's personal representative may exercise all of the member's rights for the purpose of settling the member's estate, including any power the member had to give an assignee the right to become a member.

#### ARTICLE VII - MANAGEMENT

The management of the Company shall be managed by a manager or managers who need not be a member of the Company. The manager(s) shall be appointed by majority vote of the members. The initial managers shall be HARRY O. HENDRY and LAUREL C. HENDRY, who shall serve until a successor is duly elected. Either of the managers of the Company shall have full power and authority to conduct the business of the Company, without joinder of the other, including without limitation, the power and authority to sell, convey, encumber, manage, deal with, and other wise dispose of both real and personal property of the Company, enter into contracts of any nature on behalf of the Company, and open and close bank accounts as the authorized signer on behalf of the Company. The address of the initial managers is 2242 Main Street, Fort Myers, Florida, 33901.

# ARTICLE VIII - LIABILITY OF MEMBERS

The members and manager of the Company are not personally liable under a judgment, decree, or order of a court, or in any other manner, for any debt, obligation, or liability of the Company.

IN ACCORDANCE WITH, Section 608.408(3) Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

IN WITNESS WHEREOF, the undersigned member/organizer has made and subscribed these articles of organization for COWDOG, LLC at Fort Myers, Florida, on this 27 day of March, 2006,

Harry O. Hendry