

May. 22. 2006 1:47PM
Division of Corporations

No. 172 Page 1 of 1

06000052859

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000140335 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0383

From:
Account Name : TODD WATSON, ATTORNEY AT LAW
Account Number : I19990000260
Phone : (904)739-9747
Fax Number : (904)739-9748

FILED
2006 MAY 22 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

06 MAY 22 PM 3:47

DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Sheri Scarborough Sales, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing Menu

Help

06-52859
OR

H06000140335 3

ARTICLES OF ORGANIZATION

OF

SHERI SCARBOROUGH SALES, LLC

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, does hereby adopt the following Articles of Organization.

ARTICLE 1.0

The name of the Limited Liability Company shall be "Sheri Scarborough Sales, LLC."

ARTICLE 2.0

The duration of the Limited Liability Company is perpetual.

ARTICLE 3.0

The primary purpose for which the Limited Liability Company is organized is to operate a wholesale pet products business and the engagement in any legal business or investment activity as the Managers may from time to time determine.

ARTICLE 4.0

The location of the principal place of business of the Limited Liability Company shall be 8664 Rolling Brook Lane, Jacksonville, FL 32256 and the mailing address of the Limited Liability Company shall be the same.

ARTICLE 5.0

The admission of new Members or transfer of any Interests in the Company shall be subject to the unanimous approval of the existing Members and Managers of the Limited Liability Company.

ARTICLE 6.0

The Limited Liability Company shall be managed by one or more Managers who may or may not be a Member of the Company and the name and address of the initial sole Manager is as follows:

Sheri Scarborough

8664 Rolling Brook Lane
Jacksonville, FL 32256

2006 MAY 22 AM 9:43
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED

H06000140335 3

ARTICLE 7.0 COMPANY OR INTERESTS

The Company shall have authorized capital Interests and the company is authorized to issue One Hundred Thousand (100,000) Interests. Such Interests shall be of a single class and have no par value \$.00/100 per Interest.

ARTICLE 8.0

A Member may withdraw its interest in the Company and receive a Distribution of its interest in the company only upon the affirmative unanimous vote of the Members of the Company, with each member voting in accordance with the percentage of Company interest owned by the Member and the affirmative unanimous vote of the Managers of the Company, each Manager possessing one (1) vote. Furthermore, a Member's interest in the Company shall not be terminated in the event the Member makes an assignment for the benefit of creditors, files a voluntary petition of bankruptcy; or any of the other events stated in Florida Statutes §608.4237, as amended, unless the termination is approved by the affirmative unanimous vote of the Members and the Managers of the Company, as provided in this Article.

ARTICLE 9.0

Except for distributions made for federal income tax purposes, the Company may make distributions to its Members only upon the unanimous vote or consent of the Managers.

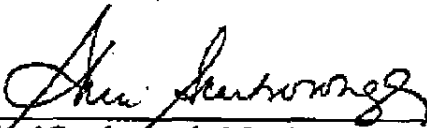
ARTICLE 10.0

Unless expressly prohibited by Florida law, the Company shall indemnify and hold harmless any Member or Manager from and against any and all claims and demands against such person whatsoever which relate in any manner to or arise from the activities of the Company or assets owned by the Company.

EXECUTION

Under penalties of perjury, the undersigned, Sheri Scarborough, the sole member of the Company, having been duly authorized, declares that she has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Dated this 22 day of May, 2006.


Sheri Scarborough, Member

2006 MAY 22 PM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H06000140335 3

**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 that following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is Sheri Scarborough Sales, LLC.

2. The name and the Florida street address of the registered agent are: Todd Watson, Attorney at Law, 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256.

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.


Registered Agent

Dated: May 22nd 2006

2006 MAY 22 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED