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KIMBROUGH & KOACH, LLP

Attorneys at Law

1530 CROSS STREET SARASOTA, FLORIDA 34236-7015 TELEPHONE

(941) 951-1234

FAX (941) 952-1530

RAK@KIMBROUGHKOACH.COM KHK@KIMBROUGHKOACH.COM

ROBERT A. KIMBROUGH KRAIG H. KOACH

April 28, 2006

Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, FL 32314

Re:

Sanchez Pavers & Design, L.L.C.

Gentlemen:

On behalf of the above named proposed Limited Liability Company, I transmit the initial filing of document for the purpose of creating the entity as follows:

- 1. Articles of Organization
- Affidavit of Compliance 2.
- 3. Statement Designating Registered Agent and Office.

As fees, I enclosed herewith my check payable to the Department of State in the amount of \$160.00 for application as follows:

1.	Filing Fee	\$100.00
2.	Certified Copy of Articles of Organization	30.00
3.	Designation of Resident Agent	25.00
4.	Certificate of Status	5.00
		<u>\$160.00</u>

Please accept these for filing and return the certified copy to me at the above address. Thank you for your assistance.

Sincerely,

KIMBROUGH & KOACH, LLP

Robert A. Kimbrough

RAK/cp **Enclosures**



May 12, 2006

KIMBROUGH & KOACH, LLP 1530 CROSS STREET SARASOTA, FL 34236-7015

SUBJECT: SANCHEZ PAVERS & DESIGN, L.L.C.

Ref. Number: W06000022108

We have received your document for SANCHEZ PAVERS & DESIGN, L.L.C. and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of a "Supplemental Affidavit." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Letter Number: 406A00033778

Neysa Culligan Document Specialist

ARTICLES OF ORGANIZATION of SANCHEZ PAVERS & DESIGN, L.L.C.

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be SANCHEZ PAVERS & DESIGN, L.L.C., and its principal office shall be located at 4610 50th Avenue West, in the City of Bradenton, County of Manatee, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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 limited liability 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.

Page 1 of 4 of the ARTICLES OF ORGANIZATION of SANCHEZ PAVERS & DESIGN, L.L.C.

- 4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporations, 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.
- 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 limited liability 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 AND MANAGEMENT

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time

Page 2 of 4 of the ARTICLES OF ORGANIZATION of SANCHEZ PAVERS & DESIGN, L.L.C. in the regulation of the limited liability company by a unanimous vote of the members of the limited liability company. Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Roman Sanchez-Cerda 4610 50th Avenue West Bradenton, Florida 34210 Danyelle Sanchez 4610 50th Avenue West Bradenton, Florida 34210

ARTICLE IV

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

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 limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V

CAPITAL CONTRIBUTIONS

Capital contributions in the aggregate amount of One Thousand Dollars (\$1,000.00) cash shall be paid to the limited liability company by the two members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VI

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distribution of the profits. The distributive share of the profits shall be determined and

Page 3 of 4 of the ARTICLES OF ORGANIZATION of SANCHEZ PAVERS & DESIGN, L.L.C. paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being May 1, 2006.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VII

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 4610 50th Avenue West, City of Bradenton, County of Manatee, State of Florida, and the name of the company's initial registered agent at that address is DANYELLE SANCHEZ.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of SANCHEZ PAVERS & DESIGN, L.L.C.

Executed by the undersigned at 1530 Cross Street, Sarasota, Florida, on april 28 2006.

ROMAN SANCHEZ-CERDA

DANYELLE SANCHEZ

Page 4 of 4 of the ARTICLES OF ORGANIZATION of SANCHEZ PAVERS & DESIGN, L.L.C.

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA **COUNTY OF SARASOTA**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is SANCHEZ PAVERS & DESIGN, L.L.C.

The name of the registered agent for SANCHEZ PAVERS & DESIGN, L.L.C. is DANYELLE SANCHEZ and the street address of the company's principal office where the agent is located is 4610 50th Avenue West, Bradenton, Florida 34210.

This statement is to acknowledge that, as indicated above, SANCHEZ PAVERS & DESIGN, L.L.C., has appointed me, DANYELLE SANCHEZ, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: april 28/14/2006. STATE OF FLORIDA

COUNTY OF SARASOTA

The	foregoing	instrument	was	acknowledged	before	me	this	2814 day	of
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PAVERS &	DESIGN, I	L.C., a limi	ted lial	bility company.	_			<i>></i>	

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FOF PLOT Bonded Troy Fain - Insurance, Inc. 800-303-7019	OF REV PUBLIC	Robert A. Kimbrough Commission # DD408033 Expires March 18, 2009 Bonded Trey Fain - Insurance, Inc. 800-385-7019

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Notary Public - S	tate of Florida	•
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My Commission	Expires:	

Personally Known	OR Produced Identification	yes
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