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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY 22 AM 9:34

B. McKnight MAY 30 2006

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: SULCO, LLC

(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Andre' Charbonneau, Esq.

(Name of Person)

Icard, Merrill Cullis, Timm, Furen & Ginsburg, P.A.

(Firm/Company)

2033 Main Street, Suite 500

(Address)

Sarasota, FL 34237

(City/State and Zip Code)

For further information concerning this matter, please call:

Andre' Charbonneau

(Name of Person)

at ( 941 ) 366-5707

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(additional copy is enclosed) |
|--|---|---|--|

**Mailing Address**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street/Courier Address**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION  
OF  
SULCO, LLC**

The undersigned, for the purpose of forming a limited liability company under the 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 **SULCO, LLC** ("Company").

**ARTICLE II  
PURPOSE AND POWER**

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the managers of the Company.

**ARTICLE III  
MAILING ADDRESS AND PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company shall be **846 South Osprey Ave., Sarasota, Florida, 34236**.

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ARTICLE IV  
INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered agent of the Company in the State of Florida is:

André K.R. Charbonneau, Esq.  
2033 Main Street, Suite 500  
Sarasota, Florida 34237

ARTICLE V  
MEMBERS

The Company is to have the following Member(s), whose name and address are:

Susan B. Sullivan,  
846 South Osprey Ave  
Sarasota, FL 34236

Gail.Cohen  
846 South Osprey Ave  
Sarasota, FL 34236

John E. Sullivan, Jr.  
846 South Osprey Ave  
Sarasota, FL 34236

Wayne A.Cohen  
846 South Osprey Ave  
Sarasota, FL 34236

ARTICLE VI  
MANAGEMENT

The Company is to be managed by the following Manager(s), whose name and address are:

John E. Sullivan, Jr.  
846 South Osprey Ave  
Sarasota, FL 34236

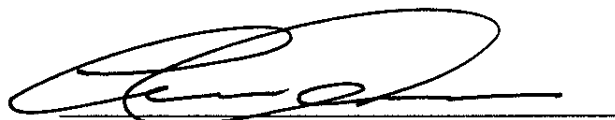
Wayne A.Cohen  
846 South Osprey Ave  
Sarasota, FL 34236

ARTICLE VII  
OPERATING AGREEMENT

The Operating Agreement entered into by the Members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of

the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Agreement of the Company, as amended and in existence from time to time.

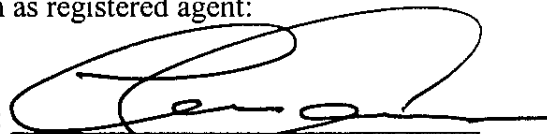
IN WITNESS WHEREOF, the undersigned Member (or authorized representative) has executed these Articles of Organization at Sarasota, Florida, as of May 19, 2006.

  
André K.R. Charbonneau, as Agent

CERTIFICATE OF REGISTERED AGENT

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 Signature:

  
André K. R. Charbonneau