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JEFFREY E. ZINK

5865 Paradise Circle Naples; Florida 34110 Phone-239-591-2094 Cell-239-821-9421

Jeffz3711@aol.com

5/25/2006

To whom it may concern,

Enclosed are the Articles of Organization for Treasure Coast Aggregates, LLC along with a check for \$155.00 representing payment for: \$100.00 filing fee for Articles of Organization \$25.00 fee for designation of registered agent \$30.00 fee for one certified Copy

If you have any questions contact the undersigned.

Sincerely

ARTICLES OF ORGANIZATION OF TREASURE COAST AGGREGATES, LLC

a Limited Liability Company

The undersigned hereby 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 be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I NAME AND ADDRESS

The name of the limited liability company shall be:

TREASURE COAST AGGREGATES, LLC

and its principal place of business and mailing address shall be:

5865 Paradise Circle Naples, Florida 34110

ARTICLE II PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

- 1. To engage in any activity of business authorized under the Florida Statutes.
- 2. Furthermore, the aforementioned Limited Liability Company will mine, market and sell aggregates and fill material in the State of Florida.
- 3. To do other such things as are incidental to the foregoing, or necessary or desirable in order to accomplish the foregoing.
- 4. 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 herein set forth, either along 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.
 - 5. The several clauses contained in this statement of the general nature of the business or

SECRETARY OF STATE BIVISION OF CORPORATIONS 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.

ARTICLE III CAPITAL CONTRIBUTIONS AND MEMBER RESPONSIBILITY

1. Manager/Member, Jeffrey E. Zink, shall own one hundred percent (100%) share of Treasure Coast Aggregates, LLC and will contribute cash in the amount of Ten Thousand (\$10,000.00) Dollars, and additional contributions as required by said corporation. This member shall be responsible for securing copyright. trademarks, marketing, management, finance and day to day operations of said limited liability company.

ARTICLE IV PROFITS, LOSSES AND EXPENSES

(a) Sharing of Profits. 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 distributive share of the profits or to the distributive share of the profits as follows:

Jeffrey E. Zink- 100%

(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 such sources are insufficient to cover such losses, by the members in equal shares or in accordance with the percentage stated in paragraph (a) herein above.

ARTICLE V DURATION

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law.

ARTICLE VI MANAGEMENT

1. The limited liability company is a manager-managed company and is to be managed by one manager.

2. The name and addresses of the initial manager who shall serve as such are as follows:

Jeffrey E. Zink
5865 Paradise Circle
Taples, Florida34110

Signature of member/manager

(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.)

- 3. The manager shall have the full exclusive and complete authority, power and discretion to manage and control the business, affairs, and properties of the company, to make all decisions regarding those matters, and to perform any and all other acts or activities customary or incident to the management of the company's business.
- 4. The manager shall be elected by affirmative vote by at least a majority of interest of the members (51%). Each manager shall hold office until the manager's successor has been elected, or until the manager's death, and capacity, resignation or removal from office. Removal from office may occur upon a meeting for that purpose and any manager may be moved with or without cause by a majority in interest vote of the members (51%).

ARTICLE VII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and the Florida street address of the registered agents are:

Jeffrey E. Zink 5865 Paradise Circle Naples, Florida 34110

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept 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 as provided for in Chapter 608, F.S.

Registered Agence Signature

Jeffrey L. Zink

ARTICLE VIII

RESTRICTIONS ON MEMBERSHIP

- 1. A member's interest in the limited liability company may not be sold or otherwise transferred or conveyed except with unanimous written consent of all members. Prior to conveying said interest, a right of first refusal to all members of record shall first be offered in writing according to their pro-rata interest. Said members will have fifteen (15) days to afford written acceptance.
- 2. Upon 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 member shall have the right to continue the business and 100% ownership transfers to the surviving member upon sale of any existing ownership interest at the current fair market value.
- 3. The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Incorporation of Academy of Professionals, LLC

Executed by the undersigned at Naples, Collier County, Florida, on May 23, 2006.

MEMBERS

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