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Toucan Candy's LLC

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Florida Dept of State



November 13, 2006

FLORIDA DEPARTMENT OF STATE

LAW OFFICES OF JANET STRICKLAND

Division of Corporations

SUBJECT: TOUCAN CANDY'S LLC
REF: W06000049401

We received your electronically transmitted document. However, document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Pursuant to section 608.409(2), F.S., the effective date must be specific and cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on November 9, 2006. Please amend your document accordingly.

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) 245-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H06000271927
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ARTICLES OF ORGANIZATION
OF
TOUCAN CANDY'S LLC

The undersigned, acting as organizer of **Toucan Candy's LLC**, under the Florida Limited Liability Company Act ("the Act"), adopts the following Articles of Organization for said limited liability company:

ARTICLE I
NAME

The name of the limited liability company shall be **Toucan Candy's LLC** ("the LLC").

ARTICLE II
PERIOD OF DURATION

The period of duration shall commence on November 8, 2006, upon the filing of these Articles with the Department of State, and shall be perpetual thereon, unless the LLC is sooner dissolved as provided by these Articles of Organization.

ARTICLE III
PURPOSE

The LLC is organized pursuant to the Florida Limited Liability Company Act to conduct any lawful business, subject to any provisions of law governing or regulating such business within Florida, including the authority to hold, purchase, mortgage, lease and convey real and personal property in Florida. The LLC shall have the powers described in the Florida Limited Liability Company Act and as set forth in the LLC's Operating Agreement.

ARTICLE IV
PRINCIPAL PLACE OF BUSINESS

The LLC's principal place of business in Florida and the mailing address for the LLC are both at the following address:

Toucan Candy's, LLC
2713 Travelers Palm Drive
Edgewater, FL 32141

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ARTICLE V
REGISTERED AGENT AND OFFICE

The initial registered agent and the registered office are as follows:

Fred C. Knapp
2713 Travelers Palm Drive
Edgewater, FL 32141

ARTICLE VI
MANAGEMENT

The LLC shall be managed by a manager or managers in accordance with the Operating Agreement of the LLC adopted by the members for the management of the business and affairs of the LLC. The Operating Agreement may contain any provisions for the management of the LLC not inconsistent with law or these Articles of Organization. The names and addresses of the initial three managers of the LLC are:

Fred C. Knapp
2713 Travelers Palm Drive
Edgewater, FL 32141

Candace Harmon
2713 Travelers Palm Drive
Edgewater, FL 32141

Lucie Belanger
2713 Travelers Palm Drive
Edgewater, FL 32141

ARTICLE VII
OPERATING AGREEMENT

The Operating Agreement of the LLC shall be executed by each member of the LLC and shall set forth all provisions for the affairs of the LLC and the conduct of its business to the extent that such provisions are not inconsistent with law or these Articles.

Articles of Organization

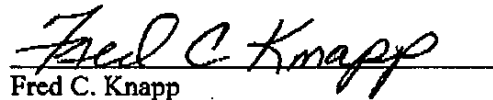
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IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 9th day of November, 2006.


Fred C. Knapp

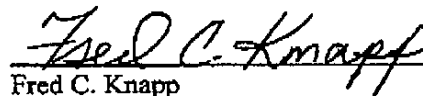
Certificate of Designation of Registered Agent and Registered Office

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered agent and registered office in the state of Florida.

1. The name of the limited liability company is: **Toucan Candy's LLC.**
2. The name and the Florida street address of the registered agent is:

Fred C. Knapp
2713 Travelers Palm Drive
Edgewater, FL 32141

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.


Fred C. Knapp

11/9/06
Date

Articles of Organization
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