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REEGLER & TORNESE, P. A.

ATTORNEYS AT LAW
1521 S. TAMIAMI TR., SUITE 304
SOUTHBRIDGE PARK
VENICE, FLORIDA 34285

ESTABLISHED 1989

SARI LYNN REEGLER LAWRENCE C. TORNESE PHONE (941) 497-6255 FAX (941) 497-7806 EMAIL - info@reeglertornese.com

May 14, 2007

Corporate Division Secretary of State 409 East Gaynes Street Tallahassee, Florida 32399

RE: Filing Articles of Organization for Skate Port, LLC

Dear Sir or Madam:

Please find enclosed herewith the original and two copies of the Articles of Organization of Skate Port, LLC. Also enclosed is a check in the amount of \$125.00 for the filing fees for said Articles and for returning certified copies.

Very truly yours,

REEGLER & TORNESE, P.A.

JOY LEAR CERTIFIED PARALEGAI

ARTICLES OF ORGANIZATION OF

SKATE PORT, LLC

KNOW ALL MEN BY THESE PRESENTS: That I, LISA WYANT, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

- 1. Company Name. That the name of the limited liability company is Skate Port, LLC.
- 2. Duration. That the period of duration of this Limited Liability Company shall be perpetual from the date of filing hereof with the Florida Secretary of State, unless sooner dissolved as provided by statute.
- 3. Purpose. That the purpose for which this Limited Liability Company is organized is primarily as a skateboard and clothing shop and secondarily to engage in all lawful types of business, as from time to time determined by the Members, except banking or insurance.
- 4. Principal Place of Business. That the address of its principal place of business is 14503 Tamiami Trail, Suite A, North Port, FL 34287.
- <u>5. Registered Agent & Office.</u> That the name of its registered agent, whose Consent to Appointment as Registered Agent accompanies these articles, is Sari Lynn Reegler, Reegler & Tornese, PA. The address of the agent at the registered office is 1521 South Tamiami Trail, Suite 304, Venice, Florida 32485.
- <u>6. Capitalization.</u> That the capital contributions of the Members, which is their respective undivided interests, having an agreed value totaling \$500 should be allocated as follows: Lisa Wyant \$500
- 7. Additional Contributions of Members. Members may make additional contributions to capital and any such additional contributions shall be construed in accordance with the terms of the Operating Agreement of this Company.
- 8. Admission of Additional Members. That additional Members may be admitted only with the unanimous consent of all Members entitled to participate in management, upon such terms as are unanimously agreed to by all Members, and in accordance with the terms of the Operating Agreement of the Company.
- 9. Continuity of life. That the remaining Members of the limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company in accordance with the terms of the Operating Agreement of the Company.

- 10. Management/Operating Agreement. The manner in which the Company conducts its business and affairs, the duties and authority of its managers and officers, and the rights and obligations of its members, shall be set forth in the Operating Agreement adopted by the initial members of the company. Said operating Agreement may be amended from time to time in accordance with the provisions contained therein.
- 11. Transfers. No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.
- 12. Liability. Members of the Company are not liable under a judgment, decree or order of a court, or in any other manner, for a debt, obligation or liability of the Company.

DATED this 14 day of May 2007.

SECRETALLY OF STATE LISA WYANT SEE, FLORID

STATE OF FLORIDA

SS

COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this \(\frac{14}{2} \) day of May, 2007, by LISA WYANT, who is personally known to me or who has produced as (identification) and who (did/did not) take an oath.

JOY B. LEAR

Notary Public - State of Florida

- My Commission Expires Jul 5, 2010

Commission # DD 565309

Bonded By National Notary Assn.

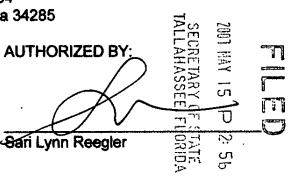
Signature of Notary Public

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered Agent/Registered Office, in the State of Florida.

- 1. The name of the entity is Skate Port, LLC.
- 2. The name and address of the Registered Agent and Office is:

Sari Lynn Reegler Reegler & Tornese, P.A. 1521 S. Tamiami Trail Suite 304 Venice, Florida 34285



5-14-07 (Date)

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF FLORIDA STATUTES 508.415.

Registered Agent

5-14-07 (Date)