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Account Name

: HAMRICK, PERREY, QUINLAN & SMITH, P.A.

Account Number: I19990000030

Phone Fax Number (941)747-1871 (941)745-2866

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Pothole Junction, LLC

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Articles of Organization of

POTHOLE JUNCTION, LLC

a Florida Limited Liability Company

The undersigned, JOHANNA M. REEDER, desires to form a limited liability company pursuant to the Florida Limited Liability Company Act. As the sole initial member of the proposed limited liability company, she does hereby make and file these Articles of Organization, and hereby declares and affirms:

ARTICLE I

The name of the limited liability company ("Company") is POTHOLE JUNCTION, LLC, a Florida' Limited Liability Company.

ARTICLE II: Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE III: Street Address and Mailing Address

The street address of the Company's principal office is 601 - 12th Street West, Bradenton, Florida. The mailing address of the Company's principal office is 601 - 12th Street West, Bradenton, FL 34205.

ARTICLE IV: Registered Agent and Office

The name of the Company's initial registered agent for service of process in the State of Florida is **JOHN V. QUINLAN**. His street/mailing address is 601 – 12th Street West, Bradenton, FL 34205.

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ARTICLE V: Admission of New Members

The sole member of the Company has the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing member(s), and the existing member(s) shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VI: Continuation Provisions

The remaining members of the Company have the right to continue the business 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 Company. The business may be continued only on the unanimous written consent of the remaining members.

ARTICLE VII: Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the many a transfer members of the Company.

IN WITNESS WHEREOF, the undersigned, being the sole initial member of the proposed limited liability company, does certify that she is of full age, is competent to contract and is a citizen of the United States of America. For the purpose of forming the proposed limited liability company abovenamed to do business both within and without the State of Florida, and in pursuance of the Florida Limited Liability Company Act, I do make and file these Articles of Organization, hereby declaring and certifying that the matters above stated are true, and accordingly I have hereunto set my hand and seal this 247 day of May, 2007.

Jahanna ell fleeden (SEAL) JOHANNA M. REEDER

SECRETARY OF STATE SECRETARY OF CORPORATIONS

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STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 24 day of May, 2007, by JOHANNA M. REEDER, who

O	is personally known to me; or		
X	produced a driver's license issued by the State of Florida	a Depa	artment of Highway
_	Safety and Motor Vehicles as identification; or		
Ο	produced the following identification:	:	

and did not take an oath.

(Affix Notary Seal)

1	Philip E. Perrey
\mathcal{J}_{i}	Philip E. Perrey Commission #DD281668 Expires: Feb 14, 2008 Bonded Thus Attento Bonding Co., Inc.
di ini	Bonded Thru

NOTARY PUBLIC, State of Florida at Large Typed name:

My Commission Expires:

My Commission No.:

SECRETARY OF STATIONS
ON VISION OF CORPORATIONS
ON HAY 24 AM 8: 53

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

- 1. The name of the limited liability company is POTHOLE JUNCTION, LLC.
- The name and street address of the registered agent and office is:

John V. Quinlan 601 – 12th Street West Bradenton, FL 34205

Having been named as registered agent and to accept service of process for the above-named 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.

DATED this 24 day of May, 2007.

STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 24 day of May, 2007, by JOHN V. QUINLAN, who

is po

is personally known to me; or

produced a driver's license issued by the State of Florida Department of Highway

Safety and Motor Vehicles as identification; or

O produced the following identification:

and did not take an oath.

(Affix Notary Seal)

Philip E. Perrey
Commission #DD281668
Expires: Feb 14, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

Signature

May 1-

NOTARY PURITIC SHIPLE

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Typed name:_

My Commission Expires:

My Commission No.:

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egistered Agent