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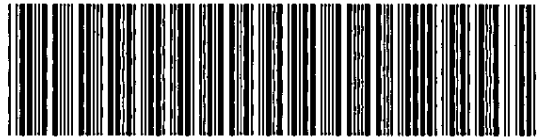
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CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
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222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: KATIE WONSCH

DATE: 11/13/2007

REF. #: 000204.77335

CORP. NAME: PERK HOLMES BEACH, LLC

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

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STATE FEES PREPAID WITH CHECK# 523623 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

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| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

PERK HOLMES BEACH, LLC

The undersigned does hereby execute these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the limited liability company shall be:

PERK Holmes Beach, LLC

**ARTICLE II
PERIOD OF DURATION**

The period of duration of the limited liability company shall be perpetual.

**ARTICLE III
PURPOSES**

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE IV
ADDRESS AND PLACE OF BUSINESS**

The mailing and street address of the principal office in Florida for the limited liability company is 4811 W. Beachway Dr., Tampa, Florida 33609.

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the limited liability company's initial registered office in Florida is 2907 Bay to Bay Boulevard, Suite 201, Tampa, FL 33629, and the name of its initial registered agent is Thomas P. McNamara. The limited liability company may

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change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

ARTICLE VI MANAGEMENT

All powers of the limited liability company shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed by or under the direction of the managers of the limited liability company. The Board of Managers of this limited liability company shall consist of a number of persons elected in the manner prescribed in the Operating Agreement of the limited liability company. The initial Board of Managers shall consist of three persons. Each manager shall serve a term of the greater of (i) one year, or (ii) the period from his election until the election of his successor; provided, however, any manager may be removed as provided in the Operating Agreement of the limited liability company. The names and current addresses of the managers who are to serve as the initial managers until the first annual meeting of members and until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Kevin T. Cimino	4811 W. Beachway Dr. Tampa, FL 33609
Edward J. Cimino	c/o National Benefit Services 3670 North Peachtree Road Atlanta, GA 30341
Robert J. Cimino	1402 N. 25 th Street Tampa, FL 33605

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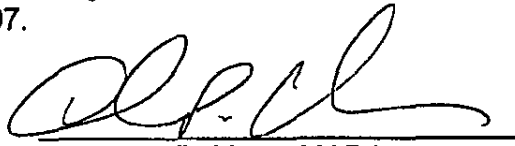
ARTICLE VII RESTRICTIONS ON MEMBERSHIP

New members shall be admitted to the limited liability company upon approval by the Board of Managers. Contributions required of a new member shall be determined by the Board of Managers as of the time of the admission of the new member to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the operating agreement of the limited liability company.

**ARTICLE VIII
ACKNOWLEDGMENT**

The undersigned, being an authorized representative of a member of the limited liability company, does hereby certify that the foregoing constitutes the Articles of Organization of PERK Holmes Beach, LLC. These Articles of Organization may be amended from time to time in the manner now or hereafter prescribed in the operating agreement of the limited liability company consistent with the laws of the State of Florida.

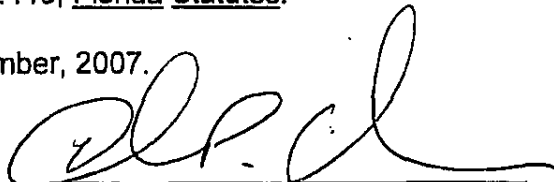
IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 12 day of November, 2007.


THOMAS P. MCNAMARA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of PERK Holmes Beach, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Section 608.415, Florida Statutes.

Executed this 12 day of November, 2007.


THOMAS P. MCNAMARA

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