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ATTORNEYS AT LAW

161 NORTH MIDDLETOWN ROAD

PEARL RIVER, NEW YORK 10965

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ALEXANDER GUREVITCH - JD - NY - CPA

ALAN S. GOLDBERGER - JD - NY/NJ

JOY D. SCHECKER

LEGAL ASSISTANT

NEW JERSEY  
OF COUNSEL  
GOLDBERGER & GOLDBERGER  
1373 BROAD ST - P. O. BOX 447  
CLIFTON, NJ 07015

(201) 471-0200  
CABLE GOLDLAW

November 30, 1994

Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Limited Liability Company filing

Dear Sir or Madam:

Enclosed please find the Articles of Organization and required fees for a new Limited Liability Company, pursuant to the Florida Limited Liability Company Act.

Please note that the enclosed certified check is for the following fees:

Filing fee for \$1,000 Capital:	\$250.00
To register Edward E. Peterson, Jr., 1977 West Minnesota Avenue, Deland FL 32720, as registered agent for service of process:	35.00
For a certified copy of the Articles of Organization:	52.50
<hr/> TOTAL ENCLOSED	<hr/> \$337.50

The certified copy of the Articles of Organization should be mailed to our office in Pearl River, New York, at the address listed above.

If you have any problems with the enclosed application, please contact our office immediately.

Very truly yours,

*Alexander Gurevitch*  
Alexander Gurevitch  
Attorney at Law

AJF/md  
Enclosures

PETERSON.LET/MD"P"WP

RECEIVED  
FEB 16 1995  
BROWN



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

January 24, 1995

ALEXANDER GUREVITCH, ESQ.  
161 NORTH MIDDLETOWN ROAD  
PEARL RIVER, NY 10965

SUBJECT: PROGRESSIVE COMPOSITES L.C.  
Ref. Number: W95000001612

We have received your document for PROGRESSIVE COMPOSITES L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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 (904) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 295A00002863

*- Affidavit is enclosed*

ARTICLES OF ORGANIZATION  
OF  
PROGRESSIVE COMPOSITES L.C.

FILED  
SEP 16 PM 3:22  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF PALM BEACH, FLORIDA

The undersigned, being the members of Progressive Composites L.C., a limited liability company formed pursuant to Section 608 of the Florida Limited Liability Company Act of the State of Florida hereby certify:

1. Company Name: The name of the limited liability company is Progressive Composites L.C., with offices at 1977 West Minnesota Ave., Deland FL 32270.

2. Duration: The period of its duration is thirty years from the date of the filing of the Articles of Organization, or upon the occurrence of any of the events stated in Paragraph 608.441 of the Florida Limited Liability Company Act.

3. Purpose: The company is organized to conduct any lawful business for which limited liability companies may be organized.

4. Registered Agent: The name and address of the registered agent of the company is Edward E. Peterson, 1977 West Minnesota Ave., Deland FL 32720, upon whom process may be served.

5. Capital: The initial capital of the company will be one thousand dollars (\$1,000).

6. Additional Capital: Members shall not be required to make additional contributions to the capital of the company

7. Admission of Members: Additional members shall be admitted upon the written consent of all the members.

8. Management: The initial managers of the company shall be the members whose names and addresses are:

Name	Address
Ed Peterson	1977 West Minnesota Ave., Deland FL 32720
Richard Delisi	65 Williams Rd., Chocanut Ridge NY 10977

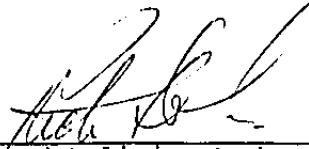
David Ehrhart	1414 Johns Ave., Mt. Dora FL 32757
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9. Continuity of Life: All of the remaining members of the company may agree to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or other withdrawal of a member.

IN WITNESS WHEREOF, I have signed these Articles on this  
14 day of December 1994.

  
 Edward Peterson, Member

IN WITNESS WHEREOF, I have signed these Articles on this  
29 day of ~~December~~ November 1994.

  
 Richard Delisi, Member

IN WITNESS WHEREOF, I have signed these Articles on this  
 \_\_\_\_\_ day of December 1994.

\_\_\_\_\_  
 Member

IN WITNESS WHEREOF, I have signed these Articles on this

14<sup>th</sup> day of December 1994.

David Ehrhart  
David Ehrhart, Member

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF ROCKLAND )

On this 27<sup>th</sup> day of ~~December~~ <sup>November</sup>, 1994, before me personally appeared Richard Delvec, to me known and known to me to be one of the individuals who executed the foregoing Articles of Organization and he acknowledged to me that he signed his name thereto.

Joy D. Schecker  
Notary  
JOY D. SCHECKER  
NOTARY PUBLIC, STATE OF NY  
ROCKLAND CO. - NO. 4523747  
COMM. EXPIRES SEPT. 30, 1996

STATE OF Florida )  
 ) ss.:  
COUNTY OF Lake )

On this 14 day of December, 1994, before me personally appeared Edward E. Peterson, to me known and known to me to be one of the individuals who executed the foregoing Articles of Organization and he acknowledged to me that he signed his name thereto.



Nancy Holmes-Miller  
Notary  
presented New York license  
both taken

STATE OF Florida )  
 ) ss.:  
COUNTY OF Lake )

On this \_\_\_\_\_ day of December, 1994, before me personally appeared \_\_\_\_\_, to me known and known to me to be one of the individuals who executed the foregoing Articles of Organization and he acknowledged to me that he signed his name thereto.


\_\_\_\_\_  
Notary

Affidavit of Limited Liability Company  
Pursuant to § 609.407(2), Florida Statutes

STATE OF FLORIDA           )  
                                  ) SS. 11 60 7335  
COUNTY OF LAKE           )

EDWARD PETERSON, being duly sworn says and declares:

1. I am over 18 years of age and reside at 1977 West Minnesota Ave., Deland, FL 32720.
2. The limited liability company known as "Progressive Composites L.C." has at least two members.
3. The initial capital of Progressive Composites L.C. is one thousand dollars (\$1,000).
4. The members have contributed only cash to Progressive Composites L.C. No property other than cash has been contributed.
5. The members do not anticipate contributing any additional cash or property to Progressive Composites L.C.
6. I am the registered agent of Progressive Composites L.C. I hereby am familiar with and accept the duties and responsibilities as registered agent for Progressive Composites L.C.

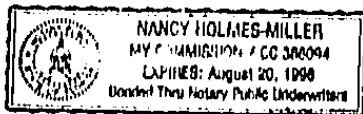
  
EDWARD PETERSON  
Member and Registered Agent  
Progressive Composites, L.C.

Sworn to before me on this 11 day of Feb, 1995.

  
\_\_\_\_\_  
Notary Public

STATE OF Florida )  
COUNTY OF Lake ) ss.:

On this 14 day of December, 1994, before me personally appeared David Ehrhart, to me known and known to me to be one of the individuals who executed the foregoing Articles of Organization and he acknowledged to me that he signed his name thereto.



Nancy Holmes-Miller  
Notary  
present F. Drivers License  
oath taken

FILED  
55 FEB 16 PM 2:22  
TALLAHASSEE, FLORIDA

**2nd NOTICE:** Limited Liability Company Will Be Dissolved On Or After August 21, 1998, If Dissolved, Minimum Amount Due To Reinstatement: \$738.75

APPROVED  
AND  
FILED

1996 AUG 20 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra D. Northing Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 283.75	Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee + \$25.00 LATE FEE	Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
DOCUMENT #L95000000129			

PROGRESSIVE COMPOSITES L.C.  
1977 WEST MINNESOTA AVENUE  
DELAND FL 32270

Principal Place of Business Address  
1977 WEST MINNESOTA AVENUE  
DELAND FL 32270

1. Principal Place of Business Address 1977 WEST MINNESOTA AVENUE DELAND FL 32270		3. Date Organized or Qualified 02/16/1995		3a. State of Formation FL	
2. Mailing Address Suite, Apt. # etc. City & State Zip		4. FET Number 593302966		5. Date of Last Filing	
7. Name and Address of Current Registered Agent PETERSON, EDWARD E 1977 WEST MINNESOTA AVENUE DELAND FL 32270		8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. # etc. City Zip Code		6. Certificate of Status Desired <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable \$2.75 Additional Fee Required <input type="checkbox"/>	
9. Pursuant to the provisions of Sections 609.416 and 609.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members, thereby accept the appointment as registered agent, and accept the obligations.					

10. Table		Business Street Address		City, State, and Zip Code	
M	PETERSON, ED	1977 WEST MINNESOTA AVENUE		DELAND FL	
M	DELISI, RICHARD	65 WILLIAMS ROAD		CHESNUT RIDGE NY	
				600001930666 -08/23/96--01046--002 ****263.75 ****263.75	

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k) Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10 or on an attachment with an address.

SIGNATURE: Ed Peterson Ed Peterson 08/19/96 842368427

INT-10 (RIS-96)