

L95000000626

PAYNE & JONES

CHARTERED

HOWARD F. PAYNE (1901-1978)
W. C. JONES (1908-1970)

ROBERT P. ANDERSON
KEITH MARTIN
H. THOMAS PAYNE
JOHN H. JOHNS, JR.
EDWARD M. ROYLE
HARRY W. MCCORMICK
THOMAS K. JONES
DAVID K. MARTIN
JODDE OLSEN LANNING
THOMAS L. ORISWOLD
RUDAN B. BAKER
T. BRADLEY HANSON
JOHN M. KRAMANN
JAMES C. SWITZER
KIP A. KURIN

COMMERCE TERRACE
COLLEGE BOULEVARD AT KING
11000 KING
P.O. BOX 28078
OVERLAND PARK, KS 66228-8628
(913) 489-4100
(KANSAS CITY)
FACSIMILE (913) 489-8188
MARKET STREET PLACE
309 SOUTH MARKET, SUITE 200
LEE'S SUMMIT, MO 64083

JAMES J. CRANER
DONALD W. WHITNEY
DAVID R. SMITH
JON W. DILCHERT
MICHAEL W. LUCASBY
MICHAEL B. LOWE
JULIE A. N. SAMPLE
DINK L. HUBBARD
STEVEN L. PASSEN
J. TYLER PETERS
SCOTT M. ADAM
SCOTT C. LONG
ROGER H. TEMPLIN
ROBERT E. JAMES

August 10, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Donlan Marketing Group, L.C.


Gentlemen:

Enclosed please find the following documents for filing:

1. Duplicate originals of Articles of Organization and Affidavit of Membership and Contribution.
2. Duplicate originals of Designation of Registered Agent.
3. Check for \$250.00 made payable to the Department of State for filing of the Articles.
4. Check for \$35.00 made payable to the Department of State for filing of the Designation of Registered Agent.
5. Check for \$52.50 made payable to the Department of State for certification of the above referenced filings.

Should you find you need anything further, please do not hesitate to contact me.

Yours very truly,



Thomas K. Jones
for Payne & Jones, Chartered

TKJ:kb

cc: Donlan Marketing Group, L.C.

200001560462
-08/15/95--01067--001
****250.00 ****250.00

200001560462
-08/15/95--01067--002
****35.00 ****35.00

200001560462
-08/15/95--01067--003
****52.50 ****52.50

FILED
AUG 14 AM 9:14
TALLAHASSEE, FLORIDA

SN
8/16/95

ARTICLES OF ORGANIZATION
OF
DONLAN MARKETING GROUP, L.C.

FILED
95 AUG 14 AM 9:14
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of this limited liability company is DONLAN MARKETING GROUP, L.C.

ARTICLE II
Mailing Address of Corporation; Corporation's Resident Agent and Registered Office

The street address of the principal office of the limited liability company is 277 S. Polk, Sarasota, FL 34236. The resident agent of the company is Lanny R. Julian, with the registered office being located in the state of Florida at 277 S. Polk, Sarasota, FL 34236. An Acceptance of Appointment signed by Lanny R. Julian is attached hereto.

ARTICLE III
Duration

The limited liability company shall have perpetual duration.

ARTICLE IV
Management; Organizers

The day-to-day operation of the limited liability company is to be vested in the members. Each member shall have one vote for each percent of interest owned by such member in the limited liability company. The initial members of this Limited Liability Company are as follows:

Lanny R. Julian
277 S. Polk
Sarasota, FL 34236

Donna J. Julian
277 S. Polk
Sarasota, FL 34236

ARTICLE V
Right to Continue

Upon the unanimous consent of all remaining members, the remaining members of the limited liability company shall have the right to continue the business of the limited liability company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the limited liability company.

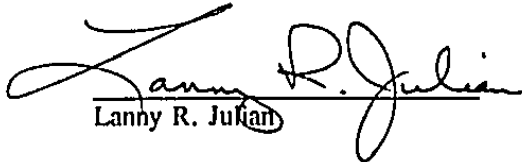
ARTICLE VI
Indemnification of Members

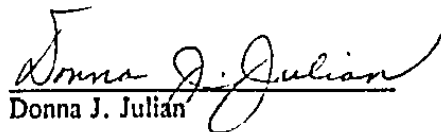
Any member performing management activities for the limited liability company shall have no liability to the limited liability company or any of its members for monetary damages for breach of fiduciary duty; provided, however, that such elimination of liability of such individual shall not apply (a) for any breach of such member's duty of loyalty to the limited liability company or its members, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) for any transaction from which such member derived an improper personal benefit.

ARTICLE VII
Operating Agreement

The power to adopt, repeal and amend the operating agreement of this limited liability company shall reside in the members of this limited liability company. Each member shall vote in proportion to his or her proprietary interest in the limited liability corporation.

IN TESTIMONY WHEREOF, the undersigned being all of the initial members of have hereunto set our names this 10th day of August, 1995.


Lanny R. Julian


Donna J. Julian

STATE OF KANSAS)
) SS.
COUNTY OF JOHNSON)

Personally appeared before me, a Notary Public, in and for said County and said State, the above named, who are personally known to me to be the same person who executed the foregoing instrument in writing, and duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10th day of August, 1995.



Kathleen Bauman
Notary Public

My Appointment Expires:

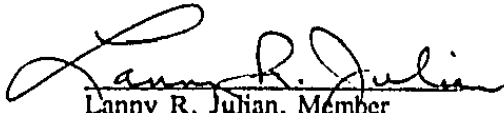
9/6/96

Filing Fee: \$250.00
Certified Copy: \$52.50

Affidavit of Membership and Contributions

The undersigned member of DONLAN MARKETING GROUP, L.C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$5,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$ N/A . A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by all members is \$5,000.00. This total includes amounts from 2 and 3 above.


Lanny R. Julian, Member
DONLAN MARKETING GROUP, L.C.

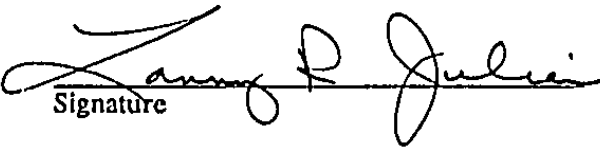
Certificate of Designation of Registered
Agent/Registered Office

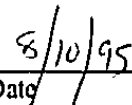
Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following Statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is: DONLAN MARKETING GROUP, L.C.
2. The name and address of the registered agent and office is:

Name: Lanny R. Julian
Street Address: 277 S. Polk
Sarasota, FL 34236

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.


Signature


Date

Filing Fee: \$35.00

RECEIVED
TALLAHASSEE, FLORIDA

55 AUG 14 AM 9:15

FILED

FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State	
ANNUAL REPORT 1996		FILING FEE \$ 238.75	
Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee		Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company DONLAN MARKETING GROUP, L.C. 277 S. POLK DRIVE SARASOTA FL 34236		DOCUMENT #L9500000626	
1a. Principal Place of Business Address 277 S. POLK SARASOTA FL 34236		FILED 96 FEB 23 AM 11:13 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
2. Principal Place of Business Same		3. Date Organized or Qualified 08/14/1995	
2a. Mailing Address Same		3a. State of Formation FL	
City & State Same		4. FTL Number 65-0602371	
Zip 34236		5. Date of Last Report None	
Country USA		6. Certificate of Status Desired <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable	
7. Name and Address of Current Registered Agent JULIAN, LANNY R 277 S. POLK DR SARASOTA FL 34236		8. Name and Address of New Registered Agent FL	
9. Pursuant to the provisions of Sections 608.416 and 608.508, 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. I hereby accept the appointment as registered agent, and accept the obligations.		SIGNATURE _____ DATE _____	
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	JULIAN, LANNY R	277 S. POLK	SARASOTA FL 34236
MEM	JULIAN, DONNA J	277 S. POLK	SARASOTA FL 34236
			800001726128 -02/28/96--01013--010 ****238.75 ****238.75
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: <u>Lanny R. Julian</u> 2/8/96 (941) 388-0488			