

~~REF ID: A66955~~

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 ** ENTER 'M' FOR MENU. **
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FROM

(T:U) 12. 21 '95 14:09/ST. 14:07/NO. 3560402763 P 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 21, 1995

MAHONEY ADAMS & CRISER, P.A.

JACKSONVILLE, FL

SUBJECT: TUB-MASTER, L.C.
REF: W95000024743

FL. 11

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

THERE IS NO ARTICLES VII LISTED IN YOUR ARTICLES, PLEASE CORRECT, ALSO,

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000014249
Letter Number: 695A00054935

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FROM

(THU) 12. 21 '95 14:09/ST. 14:07/NO. 3560402763 P 6

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ARTICLES OF ORGANIZATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

TUB-MASTER, L.C.

The undersigned hereby form a limited liability company under the Florida Limited Liability Company Act and adopt as the Articles of Organization of such limited liability company the following:

ARTICLE I

The name of this Company shall be Tub-Master, L.C.

ARTICLE II

Unless earlier terminated pursuant to law or the Operating Agreement of this Company, the period of its duration shall end fifty (50) years from the filing of these Articles of Organization with the Secretary of State of the State of Florida.

ARTICLE III

The mailing address and the street address of the principal office of this Company shall be 1501 Highland Road, Winter Park, FL 32789.

ARTICLE IV

The initial registered office of this Company shall be c/o Mahoney Adams & Criser, 50 North Laura Street, Jacksonville, Florida 32202, and its initial registered agent at such office shall be RAX CO.

ARTICLE V

The Company shall also be authorized to carry on any business lawfully permitted by the Florida Limited Liability Company Act.

ARTICLE VI

Additional Members may be admitted at such times and on such terms and conditions as provided in the Operating Agreement of this Company.

Prepared by David A. Webster, Esq.
Mahoney Adams & Criser, P.A.
P. O. Box 4099
Jacksonville, FL 32201
(904) 354-1100
Florida Bar No. 0291528

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ARTICLE VII

The remaining Members of this Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of the Member in this Company as provided in the Operating Agreement of the Company.

ARTICLE VIII

This company will be managed by managers who shall serve as members of the Managing Board of Directors, in accordance with and subject to the requirements of the Operating Agreement of this Company. The names and addresses of the initial members of the Managing Board of Directors, who shall serve as managers until the first annual meeting of the members or until their successors are elected and qualify, are as follows:

WPW North American Holdings, Inc.
1501 Highland Road
Winter Park, FL 32789

Jane R. Webster
1501 Highland Road
Winter Park, Florida 32789

David A. Webster
1258 Old Kings Road
Jacksonville, Florida 32202

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FROM

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IN WITNESS WHEREOF, the parties hereto have executed these
Articles of Organization.

WPW NORTH AMERICAN HOLDINGS, INC.

BY: [Signature]
ITS: President

Dated: December 20, 1995

[Signature]
JANE R. WEBSTER

Dated: December 20, 1995

[Signature]
DAVID A. WEBSTER

Dated: December 20, 1995

STATE OF FLORIDA
COUNTY OF DUVAL

Sworn to and subscribed before me
this 20 th day of December, 1995.

[Signature]
[typed name]
Notary Public, State of Florida

My Commission Expires:

Personally Known ✓



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FROM

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, the following is submitted:

TUB-MASTER, L.C., desiring to organize or qualify under the laws of the State of Florida hereby designates RAX CO. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be C/o Mahoney Adams & Criser, 50 North Laura Street, 3400 Barnett Center, Jacksonville, Florida 32202.

DATED this 20th day of December, 1995.

WPW NORTH AMERICAN HOLDINGS, INC.

BY: [Signature]
ITS: President

[Signature]
JANE R. WEBSTER

[Signature]
DAVID A. WEBSTER

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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 20th day of December 1995.

RAX CO.

By: [Signature]
Its Vice President

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FROM

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**AFFIDAVIT
FILED IN SUPPORT OF ARTICLES OF ORGANIZATION OF
TUB-MASTER, L.C.**

Pursuant to Section 608.407(2), Florida Statutes (1993), the undersigned, DAVID A. WEBSTER, after being first duly sworn, deposes and states as follows:

1. I am a member of Tub-master, L.C. (the "Company").
2. The Company has three members as of the date hereof.
3. The total amount of property contributed to the Company is \$20,000 in cash. Additional amounts of \$580,000 are anticipated to be contributed in the future and no property other than cash has been contributed to the Company by its members.

FURTHER AFFIANT SAYETH NOT.

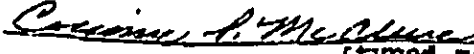
Dated: December 20, 1995

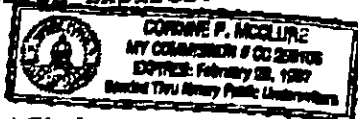

DAVID A. WEBSTER, Secretary

STATE OF FLORIDA

COUNTY OF DUVAL

Sworn to and subscribed before me
this 20th day of December, 1995


[typed name]
Notary Public, State of Florida
Personally known
My Commission Expires:



Or: back of notary seal to be attached to this document

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95 DEC 21 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE
\$ 238.75

Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

DOCUMENT #L95000000991

1. Name and Mailing Address
of Limited Liability Company

TUB-MASTER, L.C.
1501 HIGHLAND ROAD
WINTER PARK FL 32789

1a. Principal Place of Business Address

1501 HIGHLAND ROAD
WINTER PARK FL 32789

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2. Principal Place of Business

413 Virginia Dr.

2a. Mailing Address

413 Virginia Dr.

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Orlando, FL

Orlando, FL

Zip

Country

Zip

Country

32853

US

32853

US

7. Name and Address of Current Registered Agent

RAX CO.,
% MAHONEY ADAMS & CRISER
50 NORTH LAURA STREET
JACKSONVILLE FL 32202

8. Name and Address of New Registered Agent

Name

Tub-Master, L.C.

Street Address (P.O. Box Number is Not Acceptable)

413 Virginia Dr.

Suite, Apt. #, etc.

City

Orlando, FL

FL

Zip Code

32803

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

Jane Webster

10. Title

Managing Members/Managers

Business Street Address

City, State and Zip Code

Mgr.

Jane R. Webster

413 Virginia Dr.

Orlando, FL 32803

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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:

Jane Webster

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Date

Signature Printed