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2 May, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee FL 32314

100001812811
-05/08/96--01029--002
***285.00 ***285.00

Art Express Fundraisers -- Organization as an LLC

Dear Persons:

Enclosed for filing are the following documents in connection with the above-captioned matter:

1. Articles of Organization of Art Express Fundraisers, L.C.;
2. Affidavit of Membership and Contributions; and
3. Certificate of Designation of Registered Agent/Registered Office.

I am also enclosing a check in the amount of \$285.00, payable to Florida Department of State, to cover the \$250.00 filing fee and the \$35.00 Designation of Registered Agent fee.

If you have any questions or comments with respect to this filing, please do not hesitate to contact me by telephone or telefax.

Thank you for your prompt attention to this matter.

Sincerely,



Robert E. Fletcher, Esq.

96 MAY -8 PM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

2005-10

ARTICLES OF ORGANIZATION
OF
ART EXPRESS FUNDRAISERS, L.C.

FILED
96 MAY -8 PM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name of Company

The name of the Limited Liability Company is Art Express Fundraisers, L.C.

ARTICLE II
Address

The (1) mailing address and (2) street address of the Limited Liability Company are as follows:

- (1) P.O. Box 594
Dunedin, FL 34697
- (2) 1611 Sunset Drive
Clearwater FL 34615

ARTICLE III
Duration

The period of duration for the Limited Liability Company shall be thirty years from the date of filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE IV
Management

The Limited Liability Company is to be managed by the members and the names and addresses of the members are as follows:

David Womble
1611 Sunset Drive
Clearwater, FL 34615

Carol Womble
1611 Sunset Drive
Clearwater, FL 34615

Connie Harris
921 Chatham Way
Palm Harbor, FL 34683

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TALLAHASSEE, FLORIDA

ARTICLE V
Admission of Additional Members

The right of the remaining members to admit additional members shall be by unanimous written acceptance on the part of each remaining member, only.


ARTICLE VI
Members' Rights to Continue Business

The right of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall exist only if within one hundred eighty days after such event the Limited Liability Company is continued by the vote or written consent of a majority in interest of all of the remaining Members.

ARTICLE VII
Registered Agent

The name and address of the Limited Liability Company's initial Registered Agent is as follows:

David Womble
1611 Sunset Drive
Clearwater, FL 34615



David Womble, Executive Director

STATE OF FLORIDA)
) ss:
County of Pinellas)

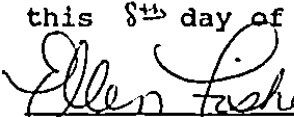
**AFFIDAVIT OF MEMBERSHIP
AND CONTRIBUTIONS**

The undersigned member of Art Express Fundraisers, L.C., deposes and says as follows:

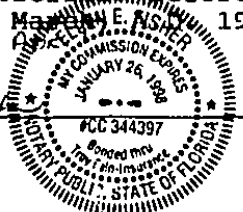
1. The above-named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$4,500.
3. (a) The agreed value of property other than cash contributed by members is \$12,000.
(b) A list and description of said property is attached hereto as Schedule A and made a part hereof.
4. The total amount of cash or property anticipated to be contributed by the members is \$16,500. This total includes amounts from 2 and 3 above.


David Womble, Executive Director

Sworn to and subscribed before me
this 8th day of May, 1996.


Notary Public

FL DL
EXP-26-98



SCHEDULE A

Property Contributed to
ART EXPRESS FUNDRAISERS, L.C.,
by its Members:

<u>Property</u>	<u>Value</u>
1. 1991 Ford Truck, E-350, 14' Box.	\$4,500
2. Inventory: Framed Pictures in Assorted sizes and pieces.	\$12,000
total	----- \$16,500

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED

96 MAY -8 PM 11:30

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.550, SECRETARY OF STATE
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, TALLAHASSEE, FLORIDA
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 **ART EXPRESS FUNDRAISERS, LC.**
2. The name and address of the registered agent and office is as follows:

David Womble
1611 Sunset Drive
Clearwater, FL 34615

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.

David Womble
David Womble

April 8, 1996
Date

by Ellen Fisher
FLDL 4-8-96
exp 1-24-98

