L9600000 928

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Malling Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL PREE No. 1-800-342-8062 FAX (904) 222-1222 O.C. FEH. DISBURSED Capital Express NAME Art. of Inc. File ... Corp. Record Benreh FIRM Ltd. Partnership File ADDRESS _ Foreign Curp, File . () Cert. Copy(s) _ PHONE (Art, of Alnand, File Dissolution/Withdrawal CUS. Service: Top Priority_ Regular_ Flolitious Name File One Day Service Two Day Service Namo Reservation To us via ______ Hoturn via _____ Annual Report/Reinstatement ... Flug. Agant Sorvice Matter No.: Express Mall No. -... Document Filing State Fee \$ _ Corporate Kit . Vohicle Search ... Driving Record _ Document Retrieval UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval ____ File No.'s, ____Copies Courier Service 800881941468 Shipping/Handling -09/06/36--01061--023 Phone () ****337.50--****337.50 Top Priority Express Mail Prep. . - FAX () SUBTOTALS 1 1996 SEP 例 ###以际公共 DISBURSED..... TAX on corporate supplies..... REQUEST TAKEN CONFIRMED **AFPROVED** PREPAID..... DATE TIME CK No. _ BALANCE DUE.....

WALK-IN

Will Pick Up

11-2529-7 PONDER'S INC., THOMASVILLE, GA.

Please remit invoice number with payment

TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Past Oue Amounts Past 30 Days, 18% per Annum. THANK YOU

from Your Capital Connection

ARTICLES OF ORGANIZATION

OF

KYLCAPITAL, L.C.

The undersigned, desiring to form a limited liability company, under the laws of the State of Florida, pursuant to Chapter 608, Fla. Stat., hereby subscribes to these Articles of Organization:

ARTICLE I- NAME

The name of this limited liability company ("Company") is KVJ CAPITAL, L.C.

ARTICLE II ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office of the Company is 266 Sand Dollar Road, Indialantic, FL 32903. The mailing address is P. O. Box 246, Melbourne, Florida 32902-0246.

ARTICLE III - DURATION

The duration of this Company commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE IV REGISTERED AGENT

The name of the initial Registered Agent of the Company is John R. Kancilia, Esquire, whose street and mailing address is 1686 West Hibiscus Blvd., Melbourne, Florida 32901.

ARTICLE V - PURPOSES

This Company is organized to conduct any lawful business and shall have all of the powers as an individual to do all things necessary to carry out its business and affairs.

ARTICLE VI ADDITIONAL MEMBERS

Additional members may be admitted to the Company by a vote of fifty-one percent (51%) of the number of votes entitled to be east by members.

The terms and conditions of the admission of new members shall be determined by the vote of the members above described at the time of the admission.

ARTICLE VII DISSOLUTION

The death, insanity, bankruptey, retirement, resignation, dissolution or expulsion of a member, including a manager who is a member, pursuant to these Articles or the regulations of the Company, shall terminate the continued membership of a member in the Company. Such termination of membership shall cause a dissolution of the Company, unless not less than fifty-one percent (51%) of the votes entitled to be cast by members affirmatively elect, within forty-five (45) days of such occurrence, to continue the business of the Company by written consent or at a duly called meeting of the members.

ARTICLE VIII REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested exclusively in the members of the Company. Regulations may be altered or amended only by the vote or consent of members which would be sufficient to admit a new member.

ARTICLE IX MANAGEMENT

The Company shall be managed by a manager who shall be a member. The first manager is JACK ROSA show address is 266 Sand Dollar Road, Indialantic, FL 32903. A corporate manager shall designate in writing to the Company the individual designated by it to act on its behalf.

ARTICLE X INDEMNIFICATION

The Company shall have the power to indemnify any manager to the fullest extent permitted by law.

ARTICLE XI AMENDMENT

These Articles may be amended only by the unanimous vote of the members.

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Organization this 29th day of August, 1996.

JACK/ROSA - Member of KVJ CAPITAL, L.C.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that KVJ CAPITAL, L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in the Town of Indialantic, County of Brevard, State of Florida, has named JOHN R. KANCILIA, ESQUIRE, 1686 West Hibiscu: Avenue, Melbourne, FL 32901 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

JOHN R. KANCILIA, ESO

AFFIDAVIT

The undersigned, upon oath, does depose and say:

- 1. I am a member of KVJ Capital, L.C. I subscribed to the Articles of Organization of KVJ Capital, L.C.
 - 2. KVJ CAPITAL, L.C. has at least two (2) members.
- 3. The members have contributed one thousand dollars (\$1,000.00) in cash as an initial capital contribution.
- 4. The additional amount anticipated to be contributed by all members is eleven thousand three hundred seventy-one dollars and ten cents (\$11,371.10), in addition to the amount set forth in paragraph 3 above. The total amount anticipated to be contributed is twelve thousand three hundred seventy-one dollars and ten cents (\$12,371.10).

JACK ROSA
Member of KVJ CAPITAL, L.C.

STATE OF FLORIDA

COUNTY OF BREVARD

| The foregoing instrument was, 1996 by Jack Rosa. | sworn to and subscribed before me this 29 day of 44 |
|--|---|
| CAIL ROSSI My Comm Exp. 10/20/96 Bonded By Service Ins No. CC237212 Privately form 1 1 1 1 1 1 1 1 1 | Signature of Nobary Public, State of Florida Pail Rossi (Printed or Typed Name of Notary) |
| Personally Known OR Pro- Type of Identification Produced: F.D. | duced Identification L. R 200-420-38-046-0 |

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