



THE UNITED STATES  
CORPORATION  
COMPANY

L970000000014

ACCOUNT NO. : 072100000032

REFERENCE : 208259 7116793

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 2, 1997

ORDER TIME : 1:15 PM

ORDER NO. : 208259-035

OFFERED DATE  
12.24.96

CUSTOMER NO: 7116793

100002047151--1  
-01/07/97--01015--022  
\*\*\*\*337.50 \*\*\*\*337.50

CUSTOMER: Todd Hodges, Esq  
AGLIANO HODGE4 & WHITTMORE,  
P.A.  
Park Tower, Suite 2630  
400 North Tampa Street  
Tampa, FL 33602

DOMESTIC FILING

NAME: INSOURCE OF BRADENTON, L.C.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED LIABILITY COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED  
97 JAN -2 AM 11: 02  
SECRETARY OF STATE  
TALAHASSEE, FLORIDA

1-3-97  
KR

EFFECTIVE DATE

12.24.96

**INSOURCE OF BRADENTON, L.C.  
ARTICLES OF ORGANIZATION**

FILED  
91 JAN -2 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

**ARTICLE I**

**NAME**

The name of the Limited Liability Company is Insource of Bradenton, L.C.

**ARTICLE II**

**PERIOD OF DURATION**

The period of duration of the Limited Liability Company shall commence five days prior to the filing of these Articles in the office of the Secretary of State of Florida and shall terminate upon the first to occur of the following:

- (i) December 31, 2015; or
- (ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

**ARTICLE III**

**PURPOSE**

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws, including, but not limited to, the power to purchase goods.

**ARTICLE IV**

**ADDRESS OF PLACE OF BUSINESS**

The address of the place of business in Florida for the Limited Liability Company is 1340 North Clearview Avenue, Tampa, Florida.

## **ARTICLE V**

### **REGISTERED AGENT**

The name and address of the initial registered agent in Florida for the Limited Liability Company is Geoffrey Todd Hodges, Esquire, 400 North Tampa Street, Suite 2630, Tampa, Florida 33602.

## **ARTICLE VI**

### **CAPITAL CONTRIBUTIONS**

The total amount of cash and/or a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows: Five Thousand and 00/100 Dollars (\$5,000.00). The Limited Liability Company shall have the right to accept additional contributions at any time in the discretion of the managers.

## **ARTICLE VII**

### **CLASSES OF MEMBERS**

The Limited Liability Company shall have one class of members, which shall be designated as Class A. The relative rights, obligations, and preferences of the classes of membership shall be fixed by the Regulations.

## **ARTICLE VIII**

### **ADDITIONAL MEMBERS**

Members may be admitted as provided by the Regulations.

## **ARTICLE IX**

### **CONTINUITY OF 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 a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of a majority in interest of the remaining Class A members of the Limited Liability Company.

**ARTICLE X**  
**MANAGEMENT**

The Limited Liability Company is to be managed by the members. The name and address of the initial managing members who will serve as such until the first annual meeting of members or until their successors are elected and qualify are as follows:

Cox Flooring, Inc.  
1340 North Clearview Avenue  
Tampa, Florida 33614

Gruber Flooring, Inc.  
1340 North Clearview Avenue  
Tampa, Florida 33614

BP Flooring, Inc.  
1340 North Clearview Avenue  
Tampa, Florida 33614

JP Flooring, Inc.  
1340 North Clearview Avenue  
Tampa, Florida 33614

Pintchuck Flooring, Inc.  
1340 North Clearview Avenue  
Tampa, Florida 33614

**ARTICLE XI**  
**REGULATIONS**

Except as specifically provided in the Regulations, the power to adopt, alter, amend, or repeal the Regulations shall be vested in the Class A Members.

\* \* \* \* \*

Executed at Tampa, Florida, on the 30th day of December, 1996.

**MEMBERS:**

**COX FLOORING, INC., a Florida corporation**

By:   
Larry Cox, President

**GRUBER FLOORING, INC., a Florida corporation**

By:   
David Gruber, President


**BP FLOORING, INC., a Florida corporation**

By:   
Bart Pelloni, President

**JP FLOORING, INC., a Florida corporation**

By:   
James Pelloni, President

**PINTCHUCK FLOORING, INC., a Florida corporation**

By:   
Scott Pintchuck, President

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of INSOURCE OF BRADENTON, L.C., the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 608.415 and is registered agent as designated by the Articles of Organization of INSOURCE OF BRADENTON, L.C.

Executed this 30th day of December, 1996.

  
GEOFFREY TODD HODGES

FILED  
97 JAN -2 AM 11: 02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY MANAGER**

Having been appointed the managing members of INSOURCE OF BRADENTON, L.C., the undersigned accept such an appointment, agree to act in such capacity, and accept the obligations imposed by Chapter 608 of the Florida Statutes.

Executed at Tampa, Florida, on the 30th day of December, 1996.

**MANAGERS:**

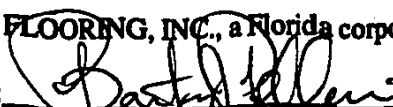
**COX FLOORING, INC., a Florida corporation**

By:   
Larry Cox, President

**GRUBER FLOORING, INC., a Florida corporation**

By:   
David Gruber, President

**BP FLOORING, INC., a Florida corporation**

By:   
Bart Pelloni, President

**JP FLOORING, INC., a Florida corporation**

By:   
James Pelloni, President

**PINTCHUCK FLOORING, INC., a Florida corporation**

By:   
Scott Pintchuck, President

**AFFIDAVIT**

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared JAMES E. PELLONI, who, being first duly sworn and under penalty of perjury, says:

1. That he is the President of JP Flooring, Inc., a Florida corporation.
2. That JP Flooring, Inc. is a member of Insource of Bradenton, L.C., a Florida limited liability company.
3. That Insource of Bradenton, L.C. has at least two members.
4. That the amount of cash contributed or agreed to be contributed and anticipated to be contributed by the members to Insource of Bradenton, L.C. is Five Thousand Dollars (\$5,000.00).

FURTHER AFFIANT SAYETH NAUGHT.

  
JAMES E. PELLONI

Sworn to and subscribed before me this 30th day of December, 1996, by JAMES E. PELLONI, who is personally known to me.

  
Name: \_\_\_\_\_ (print)  
NOTARY PUBLIC

Commission No.: \_\_\_\_\_

Commission Expiration Date: \_\_\_\_\_



Geoffrey Todd Hodges  
MY COMMISSION # CCS18360 EXPIRES  
April 3, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
97 JAN -2 AM 11: 02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA