

**VARNUM, RIDDERING, SCHMIDT & HOWLETT LLP**  
ATTORNEYS AT LAW

BRIDGEWATER PLACE  
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L970000000710  
June 20, 1997

Department of State  
Divisions of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Attn: New Filings

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-06/23/97--01166--005  
\*\*\*\*\*285.00 \*\*\*\*\*285.00

RE: REVORG CO., L.C.

Dear Sir:

Enclosed for filing are the original and one copy of the Articles of Organization for Revorg Co., L.C. along with the Affidavit of Membership and Contribution of Foreign Limited Liability Company and the Certificate of Designation of Registered Agent/Office. A check in the amount of \$285.00 is enclosed for applicable filing fees. Evidence of filing should be returned to me in the self-addressed stamped envelope enclosed for your convenience.

Should you have any questions regarding the enclosed, please call me at (616) 336-6638. Thanks so much for your assistance in this matter.

Very truly yours,

VARNUM, RIDDERING, SCHMIDT & HOWLETT LLP

*Suzanne B. Snow*  
Suzanne B. Snow  
Legal Assistant

FILED  
97 JUN 23 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

enclosures

cc: Robert L. Diamond

#43146 v1

**ARTICLES OF ORGANIZATION  
OF  
REVORG CO., L.C.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. *Name.* The name of this limited liability company is Revorg Co., L.C. (the "Company").

2. *Duration.* The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of 30 years from the date of filing or the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.

3. *Purpose.* The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. *Registered Agent and Office.* The name of the initial registered agent of the Company is Robert R. Grover. The street address of the initial registered agent of the Company is 390 Norfolk Avenue, Tequesta, Florida 33469.

5. *Place of Business.* The Company's place of business is 390 Norfolk Avenue, Tequesta, Florida 33469.

6. *Contributions to the Company.* The total amount of cash initially contributed to the Company by the members is \$85,000. No additional contributions have been agreed upon.

7. *Additional Members.* Additional members to the Company may be admitted, but only upon the unanimous consent of all current members.

8. *Termination of Membership.* Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

9. *Management of the Company.* The Company shall be managed by managers in accordance with the regulations and operating agreement. The Company shall initially be managed by the following person who shall serve as manager until the first annual meeting of the members or until his successor is elected and qualified: Robert R. Grover, 390 Norfolk Avenue, Tequesta, Florida 33469.

10. *Regulations.* The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

11. *Date of Existence of the Company.* The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

12. *Transfer of Interest.* No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

13. *Certificated Interests.* The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the \_\_\_\_\_ day of June, 1997.

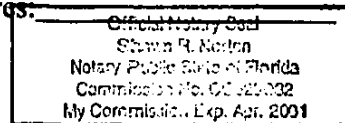
  
Robert R. Grover

  
Richard K. Grover

STATE OF FLORIDA                    )  
COUNTY OF Palm Beach        ) ss.

I HEREBY CERTIFY that on this 17<sup>th</sup> day of June, 1997,  
before me personally appeared Robert R. Grover, known to me to be the person who  
executed the above instrument and who acknowledged before me that he executed the above  
instrument.

Al R. B.  
Notary Public, Palm Beach County, FL  
My commission expires:



STATE OF MICHIGAN                )  
COUNTY OF KENT                 ) ss.

I HEREBY CERTIFY that on this 19<sup>th</sup> day of June, 1997,  
before me personally appeared Richard K. Grover, known to me to be the person who  
executed the above instrument and who acknowledged before me that he executed the above  
instrument.

Jacqueline J. Fazekas  
Notary Public, Kent County, MI  
My commission expires: October 30, 2000

JACQUELINE J. FAZEKAS  
Notary Public, Kent County MI  
My commission expires Oct. 30, 2000

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION  
OF FOREIGN LIMITED LIABILITY COMPANY**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of Revorg Co.,  
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 member(s) is \$85,000;
- 3) if any, the agreed value of property other than cash contributed by member(s)  
is \$0.00 (a description of the property is attached and made a part hereof); and
- 4) the total amount of cash or property anticipated to be contributed by member(s)  
is \$85,000. The total includes amounts from 2 and 3 above.

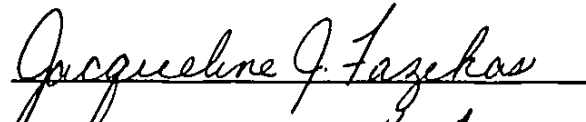


Signature of a member or authorized  
representative of a member.

(In accordance with Section 608.403(3), Florida  
Statutes, the execution of this affidavit constitutes  
an affirmation under the penalties of perjury that  
the facts stated herein are true.)

STATE OF MICHIGAN   )  
                                  ) ss.  
COUNTY OF KENT     )

Sworn to and subscribed before me, a Notary Public in and for said County and State,  
by **Richard K. Grover** this 19<sup>th</sup> day of June, 1997.



Notary Public, County of Kent  
State of Michigan

My commission expires: October 30, 2000

JACQUELINE J. FAZEKAS  
Notary Public, Kent County MI  
My commission expires Oct. 30, 2000

**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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 Revorg Co., L.C.
2. The name and address of the registered agent and office is:

Robert R. Grover  
(Name)

390 Norfolk Avenue  
(Address -- P.O. Box not acceptable)

Tequesta, FL 33469  
(City/State/Zip)

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 obligations of my position as registered agent.

Robert R. Grover  
(Signature)

June 17, 1997  
(Date)

STATE OF FLORIDA )  
COUNTY OF Palm Beach ) ss.

I HEREBY CERTIFY that on this 17<sup>th</sup> day of June, 1997,  
before me personally appeared Robert R. Grover, known to me to be the person who  
executed the above instrument and who acknowledged before me that he executed the above  
instrument.

AL R. AS  
Notary Public, Palm Beach County, FL  
My commission expires:

Official Notary Seal  
Carmela Nelson  
Notary Public, State of Florida  
Commission No. CC623032  
My Commission Exp. Apr. 2001