



THE UNITED STATES
CORPORATION
COMPANY

L98000001461

ACCOUNT NO. : 072100000032

REFERENCE : 928101 5011226

AUTHORIZATION : *Patricia Pizitz*

COST LIMIT : \$ 337.50

ORDER DATE : August 14, 1998

ORDER TIME : 2:26 PM

ORDER NO. : 928101-010

CUSTOMER NO: 5011226

CUSTOMER: Ms. Pamela Stiglitz
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

200002617232--8

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DIVISION OF CORPORATIONS
98 AUG 14 PM 4:18

DOMESTIC FILING

NAME: RON JON SURF SHOP AT SAWGRASS
MILLS, LLC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

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**RON JON SURF SHOP AT SAWGRASS MILLS, INC.
3850 S. Banana River Boulevard
Cocoa Beach, FL 32931**

August 13, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Consent to Use of Name

Dear Sir or Madam:


The undersigned, Edward E. Moriarty, President of RON JON SURF SHOP AT SAWGRASS MILLS, INC., Florida Corporation Number P97000108899, hereby consents to the use of the name RON JON SURF SHOP SAWGRASS MILLS, L.L.C. by a new Florida limited liability company. RON JON SURF SHOP AT SAWGRASS MILLS, INC. further asserts that it relinquishes all of its right, title and interest in said name in favor of RON JON SURF SHOP SAWGRASS MILLS, L.L.C. since RON JON SURF SHOP AT SAWGRASS MILLS, INC. is simultaneously filing Articles of Dissolution with your office.

Thank you for your attention to this matter.

Sincerely,

**RON JON SURF SHOP AT SAWGRASS
MILLS, INC.**

By:


Edward E. Moriarty, President

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**ARTICLES OF ORGANIZATION
OF
RON JON SURF SHOP SAWGRASS MILLS, L.L.C.**

The undersigned, desiring to form a Limited Liability Company pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act") hereby adopt(s) the following Articles of Organization:

ARTICLE I - Name:

The name of the Limited Liability Company is:

RON JON SURF SHOP SAWGRASS MILLS, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

3850 S. Banana River Boulevard
Cocoa Beach, FL 32931

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and shall continue perpetually.

ARTICLE IV - Management:

~~The Limited Liability Company is to be managed by a board of directors with the following~~
addresses of the initial Board of Managers are as follows:

Edward E. Moriarty
3850 S. Banana River Boulevard
Cocoa Beach, FL 32931

Ronald E. DiMenna
3850 S. Banana River Boulevard
Cocoa Beach, FL 32931

ARTICLE V - Admission of Additional Members:

The right of the member(s) of the Limited Liability Company to admit additional members and the terms and conditions of the admissions shall be established by the regulations of the Limited Liability Company.

ARTICLE VI - Member Rights to Continue Business:

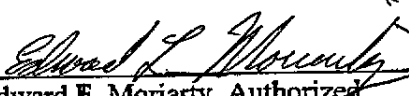
The right of the member(s) of the Limited Liability Company to continue the business of the Limited

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- 2 -

Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company shall be established by the regulations of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 14th day of August, 1998.


Edward E. Moriarty, Authorized
Representative of a Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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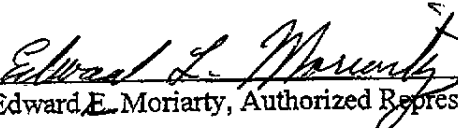
The undersigned, being a member of RON JON SURF SHOP SAWGRASS MILLS, L.L.C. hereby certifies the following:

- 1.) The above named Limited Liability Company has at least one member.
- 2.) The total amount of cash contributed by the member(s) is: \$ 100.00
- 3.) If any, the agreed value of property other than cash contributed by the member(s) is: \$ 0.00

A description of the property is as follows: N/A

- 4.) The total amount of cash and/or property contributed and anticipated to be contributed by the member(s) is approximately: \$ 600,000.00

This total includes amounts from 2 and 3 above.



Edward L. Moriarty, Authorized Representative of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE
STATE OF FLORIDA.

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1. The name of the Limited Liability Company is: RON JON SURF SHOP SAWGRASS
MILLS, L.L.C.
2. The name and address of the registered agent and office is:

Edward E. Moriarty
(NAME)

3850 S. Banana River Boulevard
(P. O. BOX NOT ACCEPTABLE)

Cocoa Beach, Florida 32931
(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 the obligations of my position as registered agent.*

Edward E. Moriarty
NAME: Edward E. Moriarty

August 14, 1998
(DATE)

Filing Fee: \$35 for Designation of Registered Agent