

Division of Corporations

L98000002648

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Florida Department of State

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LIMITED LIABILITY COMPANY

BRB GROUP, L.L.C.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 5, 1998

JOHN WICKMAN
802 11TH STREET WEST
BRADENTON, FL 34205

SUBJECT: BRB GROUP, L.L.C.
REF: W98000025073

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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY****ARTICLE I - NAME**

The name of the limited liability company is **BRB GROUP, L.L.C.**

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the limited liability company is 548 48th Street Court East, Bradenton, Florida 34208.

ARTICLE III - DURATION

The term of duration for the limited liability company shall be perpetual.

ARTICLE IV - MANAGEMENT

The limited liability company is managed by managers and the names and addresses of the initial managers are:

Thomas B. Brown
548 48th Street Court East
Bradenton, Florida 34208

Dennis G. Ruppel
5201 - 102nd Ave. N.
Pinellas Park, Florida 33782

Roger B. Broderick
5514 Park Blvd. N.
Pinellas Park, Florida 33781

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ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous consent.

Prepared by:
John E. Wickman
Blalock, Landers, Walters & Vogler, P.A.
802 11th Street West
Bradenton, FL 34205 (941) 748-0100
Fla. Bar No. 0046884

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ARTICLE VI - MEMBER'S 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 be as follows:

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member in the Company (a "Withdrawal Event"), unless the business of the Company is continued by the consent of all of the remaining Members within 90 days after the Withdrawal Event and there is at least one remaining Member.


THOMAS B. BROWN, Member

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**BRB GROUP, L.L.C.
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of **BRB GROUP, L.L.C.** deposes and says:

1. The above-named limited liability company has at least one (1) member.
2. The total amount of cash contributed by the members is Zero Dollars (\$0.00). No property has been contributed by the members.
3. The total amount of cash anticipated to be contributed by members is One Thousand Dollars (\$1,000.00). This total includes the amount from two above. No real property is anticipated to be contributed by the members.


THOMAS B. BROWN, 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.)

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**BRB GROUP, L.L.C.
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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:

BRB GROUP, L.L.C.

2. The name and address of the registered agent and office is:

Blalock, Landers, Walters & Vogler, P.A.

(Name)

802 - 11th Street West

(P.O. Box or Mail Drop Box **NOT** acceptable)

Bradenton, Florida 34205

(City/State/ZIP)

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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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

BLALOCK LANDERS, WALTERS and VOGLER, P.A., a
Florida professional service corporation

By: 

Print Name: Barbara Ann Held

Its: Vice President

Dated: November 5, 1998

Filing Fee: \$ 35 for Designation of Registered Agent