

Division of Corporations

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L98000002700

Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

Gracour, L.C.

Certificate of Status	0
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ARTICLES OF ORGANIZATION
OF
GRACOUR, L.C.

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ARTICLE I

The name of the limited liability company formed hereby is GRACOUR, L.C.

ARTICLE II

The duration of the GRACOUR, L.C. shall be until December 31, 2050, unless sooner dissolved.

ARTICLE III

The principal office address of GRACOUR, L.C. is:

c/o Gary Schmidt
526 Misty Morning Drive
Flushing, Michigan 48433

ARTICLE IV

The Registered Agent of GRACOUR, L.C. and his address in the state of Florida is:

William R. Clayton, Esq.
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor,
Miami, Florida 33131

Fred K. Lickstein, Esq.
Fowler, White, Burnett, Hurley,
Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
Miami, Florida 33131
Telephone: (305) 789-9200
Florida Bar No. 163331

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ARTICLE V

The Members may admit additional Members with the approval of all of the Members, on such terms and conditions as may be approved by the Members, and the additional Member to be admitted.

ARTICLE VI

The remaining Members of GRACOUR, L.C. have the right to continue the business of GRACOUR, L.C. 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 GRACOUR, L.C.

ARTICLE VII

GRACOUR, L.C. is to be managed by a Manager known as the Managing Member. The initial Managing Member to serve until his successor is elected and qualified is:

Gary Schmidt
526 Misty Morning Drive
Flushing, Michigan 48433

ARTICLE VIII

Gary Schmidt is authorized, on behalf of the Members to execute the Articles of Organization of GRACOUR, L.C. and the Affidavit of Membership and Contributions.



Gary Schmidt, Managing Member

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**CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT AND
ACCEPTANCE OF DESIGNATION**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is GRACOUR, L.C.
2. The name and address of the Registered Agent and Office is:

William R. Clayton, Esq..
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.



William R. Clayton, Registered Agent

Date: 11/13/98

GRACOUR, L.C.



Gary Schmidt, Managing Member

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**AFFIDAVIT OF MEMBERSHIP
AND CONTRIBUTIONS**

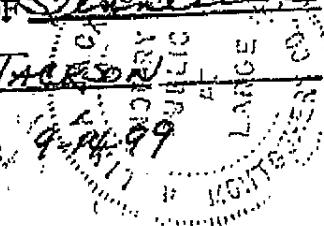
The undersigned, Gary Schmidt, Managing Members of GRACOUR, L.C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash to be contributed by the Members is \$2,000.00
3. The agreed value of property other than cash contributed by Members is \$-0-
4. The total amount of cash anticipated to be contributed by Members in the future is \$-0-



Gary Schmidt, Managing Member

SWORN TO AND SUBSCRIBED before me this 10th day of November, 1998


Notary Public, STATE OF AlabamaPrint Name: LINDA JACKSONMy Commission Expires: 9-14-99

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