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To:  
Division of Corporations  
Fax Number : (850)922-4003

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

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99 JAN 12 PM 3:33  
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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

EFFECTIVE DATE  
1/11/99

Gulf Coast Refrigeration, LC

Name	11/12/99
Availability	* SAME
Document Examiner	DCC
Updater	DCC
Verifier	DCC
Approval/Consent	DCC
P. Verifier	DCC

Certificate of Status	1
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OWNERS AS Gulf Coast Refrigeration and Leasing Company.

Enclosed

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Same as 548641

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DIVISION OF CORPORATIONS

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Gulf Coast Refrigeration, LC

EFFECTIVE DATE  
11/1/99

### Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

### Article III. Address

The mailing address and the street address of the principal office of the Company is:  
Gulf Coast Refrigeration, LC  
4475A Ashton Road  
Sarasota FL 34233

### Article IV. Registered Agent

The name and address of the registered agent of the Company is:  
James R. Chandler, III  
1819 Main Street, Suite 302  
Sarasota FL 34236

### Article V. Percentage Interest: Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

James R. Chandler, III | FL Bar Member 0198145  
Bender Bender & Chandler  
5915 Ponce De Leon Boulevard  
Coral Gables FL 33146  
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Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII. Management

The management of the Company is reserved to the members. The name and address of each member is:

FRANKLIN QUINCY PALACIOS  
2106 SEWELL DRIVE SARASOTA FL 34234  
NORMAN TODD  
332 Bayshore Drive Osprey FL 34229

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Article IX. Purpose of the Company

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

James R. Chandler, III | FL Bar Member 0198145  
Bender Bender & Chandler  
5915 Ponce De Leon Boulevard  
Coral Gables FL 33146  
305-662-1133


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Article X. Company Existence

The Company's existence shall begin effective as of January 11, 1999.

  
AUTHORIZED REPRESENTATIVE OF A MEMBER:  
JAMES R. CHANDLER, III  
by G.K. Kuroda as attorney-in-fact

Date: January 12, 1999

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## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

LIMITED LIABILITY COMPANY:  
Gulf Coast Refrigeration, LC

The undersigned deposes and says:

1. The above named Company has at least one member.
2. The total amount of initial cash contributed by the members is \$10.00.
3. The agreed value of property other than cash contributed by the members is zero.  
(If the members contributed property other than cash, a description of the property is attached.)
4. The total amount of cash or property anticipated to be contributed by the members is \$900,000,000.00 or less.

  
\_\_\_\_\_  
AUTHORIZED REPRESENTATIVE OF A MEMBER:  
JAMES R. CHANDLER, III  
by G.K. Kuroda as attorney-in-fact

Date: January 12, 1999

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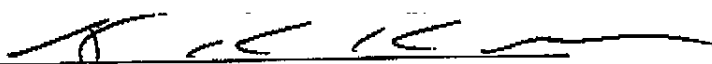
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**LIMITED LIABILITY COMPANY:**  
Gulf Coast Refrigeration, LC

**REGISTERED AGENT/OFFICE:**  
James R. Chandler, III  
1819 Main Street, Suite 302  
Sarasota FL 34236

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
James R. Chandler, III  
by G.K. Kuroda as attorney-in-fact

Date: January 12, 1999

James R. Chandler, III | FL Bar Member 0198145  
Bender Bender & Chandler  
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P.04

**BENDER, BENDER & CHANDLER, P.A.**  
ATTORNEYS AT LAW

8816 BONCE DE LEON BOULEVARD  
CORAL GABLES, FLORIDA 33146  
(305) 662-1133  
TELEFAX NO. 662-4482

1515 MAIN STREET, SUITE 302  
SARASOTA, FLORIDA 34236  
(941) 551-1803  
TELEFAX NO. 941-1200

HARRY K. BENDER  
GEORGE C. BENDER  
JAMES R. CHANDLER, III

REPLY TO: Sarasota

January 7, 1999

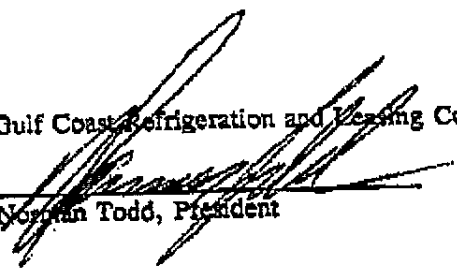
Secretary of State of Florida  
409 East Gaines Street  
Tallahassee FL 32399

Re: Consent for Use of Name

Ladies/Gentlemen:

Please be advised that Gulf Coast Refrigeration and Leasing Company hereby consents to the formation of Gulf Coast Refrigeration, L.C. as is submitted herewith by our agent Corporate Creations.

Dated this 7 day of January, 1998.

Gulf Coast Refrigeration and Leasing Company  
By:   
Norman Todd, President