

L99000000552

ROBERT B. COOK, P. A.

11911 U.S. HIGHWAY ONE

SUITE 201

NORTH PALM BEACH, FLORIDA 33408

(561) 627-8766

(561) 622-6815 Fax

Anticipated cent.  
00789-00524-00809-00671

December 28, 1998

Secretary of State  
Division of Corporations  
Tallahassee, FL

W99-1079

100002729581--4  
-01/04/99--01124--004  
\*\*\*\*337.50 \*\*\*\*337.50

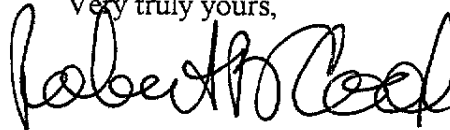
Re: Articles of Organization of American Custom Enterprises, LLC

Gentlemen:

Enclosed is an original and one copy of the subject Articles of Organization, along with a check in the amount of \$337.50, consisting of \$285 for the filing fee and \$52.50 for a certified copy of the Articles of Organization, after formation of the Limited Liability Company.

Please return the certified copy to the undersigned.

Very truly yours,



Robert B. Cook

RBC:rj

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB - 1 AM 11:46



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 14, 1999

ROBERT B. COOK  
11911 U.S. HIGHWAY ONE, SUITE 201  
NORTH PALM BEACH, FL 33408

SUBJECT: AMERICAN CUSTOM ENTERPRISES, LLC  
Ref. Number: W99000001079

We have received your document for AMERICAN CUSTOM ENTERPRISES, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Affidavit of Contributions must include the ANTICIPATED AMOUNT also.,

The name of the entity must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 899A00001983

**ARTICLES OF ORGANIZATION**

**OF**

**AMERICAN CUSTOM ENTERPRISES, LLC**

THE UNDERSIGNED, acting as Incorporators of a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization for such limited liability company.

**ARTICLE I - NAME AND COMPANY ADDRESS**

The name, mailing address and the street address of the principal office of this limited liability company is:

AMERICAN CUSTOM ENTERPRISES, LLC  
1400 Elizabeth Avenue  
West Palm Beach, Florida 33401

**ARTICLE II - DURATION**

The duration of this limited liability company is perpetual, unless sooner terminated by the provisions of Article III hereof.

**ARTICLE III - TERMINATION**

This limited liability company shall terminate upon the death, retirement, resignation, expulsion, or bankruptcy of a member, or any other event which terminates the continued membership of a member in this limited liability company.

**ARTICLE IV - AMENDMENT**

The Articles of Organization may be amended, altered, changed, or repealed by the affirmative vote of a majority of the members at a members meeting called for that purpose.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -1 AM 11:46

ARTICLE V - REGISTERED AGENT

The name and office address of this limited liability company's registered agent in Florida is:

Robert B. Cook, Esquire  
11911 U.S. Highway One  
Suite 201  
North Palm Beach, FL 33408

ARTICLE VI - MEMBERS

The number of Members constituting the initial Membership of this limited liability company is two (2). Additional members may be admitted upon the unanimous consent of the two (2) initial members; thereafter, members may be admitted upon the consent of a majority of the then existing members. The name and address of the initial members are:

<u>Name</u>	<u>Address</u>
American Artwear, Inc.	3300 SW 42 Avenue Palm City, Florida 33490
Custom T's, Inc.	1400 Elizabeth Avenue West Palm Beach, Florida 33401

ARTICLE VII - MANAGEMENT

The affairs of this limited liability company are to be managed by a manager, Custom T's, of 1400 Elizabeth Avenue, West Palm Beach, Florida 33401 who is to serve as the manager until the first annual meeting of the members or until its successor is elected and qualified.

Dated: This 24<sup>th</sup> day of December, 1998.

AMERICAN Artwear, INC.

By: [Signature]  
Robert Reger, President

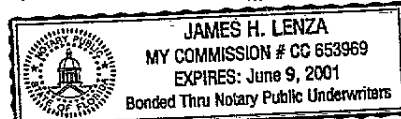
CUSTOM T'S, INC.

By: [Signature]  
Bradley Langmo, President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Organization were sworn to and acknowledged before me this 24<sup>th</sup> day of December, 1998, by Robert Reger as President of American Artwear, Inc., and Bradley Langmo, as President of Custom T's, Inc. who are personally known to me, or who have produced a Florida driver's license as identification.

[Signature], Notary Public, Commission No. CC 653969



James H. Lenza, Name of Notary (typed, printed or stamped)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of §§48.091(1) and 608.407(d), Florida Statutes,  
the following is submitted in compliance thereof:

That **AMERICAN CUSTOM ENTERPRISES, LLC**, desiring to organize  
under the laws of the State of Florida, designates the name and  
address of its registered agent to accept service of process within  
this State as follows:

Robert B. Cook  
11911 U.S. Highway One, Suite 201  
North Palm Beach, FL 33408

ACKNOWLEDGMENT:


Having been named to accept service of process for the above-  
stated limited liability company, at the above-stated address in  
this State, I hereby accept to act in this capacity and agree to  
comply with the provisions of said statute relative to keeping the  
premises open from 10:00 a.m. to noon each day, except Saturdays,  
Sundays, and legal holidays, and to post therein a sign designating  
the name of the limited liability company and the name of its  
registered agent.

BY: 

Robert B. Cook

STATE OF FLORIDA  
COUNTY OF PALM BEACH

28 The foregoing instrument was acknowledged before me this  
day of January, 1999, by Robert B. Cook, who is personally  
known to me.

 Notary Public, Commission No. \_\_\_\_\_



Edith Papp  
Commission # CC 737192  
Expires JUN. 6, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

\_\_\_\_\_, Name of Notary typed, printed or  
stamped

AFFIDAVIT OF MEMBERS

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, the undersigned notary public, personally appeared Robert Reger as President of American Artwear, and Bradley Langmo, as President of Custom T's, Inc., (hereinafter referred to as the "Affiants"), who, having been first duly sworn according to law, depose and say that:

1. AMERICAN CUSTOM ENTERPRISES, LLC has two (2) members.
2. The amount of the cash contributed by the members is as follows:

American Artwear, Inc.	\$50,000
Custom T's, Inc.	\$50,000
3. The description and agreed value of property other than cash contributed by the members is as follows:

American Artwear, Inc.; all equipment and licenses and customer lists, contracts and permits	\$ 117,500
Custom T's, Inc.; all equipment and licenses and customer lists, contracts and permits	\$ 136,100
4. No other contributions are anticipated by the Members.

Further Affiants sayeth naught.

American Artwear, Inc.

By: [Signature]  
Robert Reger, President

Custom T's, Inc.

By: [Signature]  
Bradley Langmo

STATE OF FLORIDA  
COUNTY OF PALM BEACH

287 The foregoing instrument was acknowledged before me this day of January, 1999 by Robert Reger as President of American Artwear, Inc. and Bradley Langmo as President of Custom T's, Inc., who are personally known to me or who have produced a Florida Driver's license as identification.

[Signature], Notary Public

