

L99000000750

LARRY J. GONZALES, P.A.
ATTORNEY AT LAW
LL.M. TAX

RAYMOND JAMES TOWER
2739 U.S. 19 • SUITE 223
HOLIDAY, FL 34691

January 19, 1999

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Secretary of State
Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

00789-01117-00676
W99-2188

Re: VENDAPIN, L.L.C.

Dear Sir:

Enclosed is an original and duplicate copy of the Articles of Organization for this proposed limited liability company.

The duplicate copy has been acknowledged by the incorporator in the same manner as the original. Please endorse your approval of the Articles on the duplicate copy and return it to the attention of the undersigned.

A check in the amount of \$285.00 is enclosed to cover the filing fee.

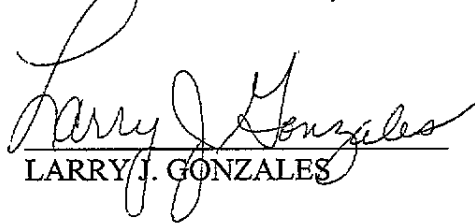
If you find any problems with the enclosed documents, please contact the undersigned by telephone rather than returning the same.

Thank you for your attention to this matter.

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-01/21/99-01059-005
****285.00 ****285.00

Very truly yours,

LARRY J. GONZALES, P.A.


LARRY J. GONZALES

jm
Enclosure

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

STATE OF FLORIDA
DIVISION OF CORPORATIONS
99 FEB -8 PM 3:48



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 28, 1999

LARRY J. GONZALES
2739 U.S. 19, SUITE 223
RAYMOND JAMES TOWER
HOLIDAY, FL 34691

SUBJECT: VENDAPIN, L.L.C.
Ref. Number: W99000002188

We have received your document for VENDAPIN, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the entity's complete mailing address.

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: 999A00003835

ARTICLES OF ORGANIZATION

OF

VENDAPIN, L.L.C.

The undersigned persons, acting as the organizers of VENDAPIN, L. L.C. (the "Company") under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopt the following Articles of Organization:

ARTICLE I. NAME, MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The name, street address and mailing address of the principal place of business of the Company is: VENDAPIN, L.L.C., 6741 Industrial Avenue, Port Richey, FL 34668.

ARTICLE II. COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the Company will commence upon the filing of these Articles, and the existence of the Company will continue for thirty (30) years from the date of filing.

ARTICLE III. PURPOSE

The Company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Act.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Company is 2739 U.S. Highway 19 North, Suite 223, Holiday, FL 34691, and the name of the Company's initial registered agent at that address LARRY J. GONZALES.

ARTICLE V. INITIAL CAPITAL CONTRIBUTION

The total amount of cash or property to be initially contributed to the Company by its members shall be as follows:

<u>Name of Member</u>	<u>Contribution</u>
DARRELL G. RADEMACHER	\$100.00
DIANE RADEMACHER	\$100.00

ARTICLE VII. ADDITIONAL CAPITAL CONTRIBUTIONS

The members shall make additional capital contributions, from time to time, as required by the Company's regulations.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

VIII. ADMISSION OF SUBSTITUTE OR ADDITIONAL MEMBERS

Additional or substitute members may be admitted only upon the unanimous written approval of the members of the Company in a manner set forth in its regulations.

ARTICLE IX. MANAGEMENT OF COMPANY

The business of the Company shall be managed by a manager who shall be elected annually by the members of the Company in a manner set forth in the regulations. The manager shall have the power and authority to act on behalf of the Company as provided in the Florida Limited Liability Company Act, including, specifically, without limitation, Section 608.404, Section 608.424(1), and Section 608.425, and shall also hold the offices and have the responsibilities accorded by the members which are more particularly described in its regulations and any other agreement that may be entered into between the members and the manager. The name and address of the initial manager are as follows:

DARRELL G. RADEMACHER
6741 Industrial Avenue
Port Richey, FL 34668

The manager shall serve in that capacity until the first annual meeting of members or until his successor is elected and qualified.

ARTICLE X. REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company is vested exclusively in the members of the Company.

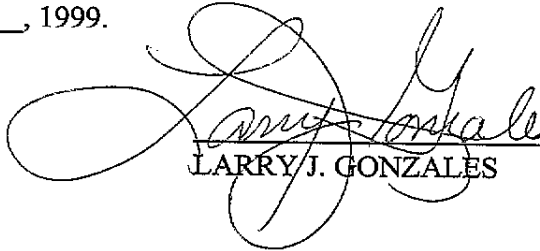
ARTICLE XI. INCORPORATOR

The name and street address of the organizer executing these Articles of Organization are: LARRY J. GONZALES, Larry J. Gonzales, P.A., 2739 U.S. Highway 19, Suite 223, Holiday, FL 34691.

ARTICLE XII. AMENDMENT OF ARTICLES OF ORGANIZATION

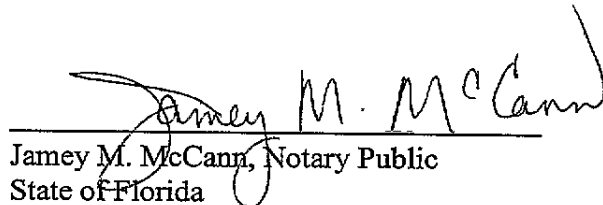
Any amendment to the Articles of Organization shall be approved by all of the members, shall be as prescribed by the Secretary of State of the State of Florida and shall be sworn and subscribed to by all of the members of the Company. In the event that a new member is added by such an amendment, it also shall be signed by the additional member.

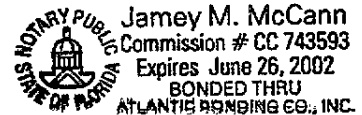
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 19th day of January, 1999.


LARRY J. GONZALES

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing Articles of Organization were acknowledged before me this 19th day of January, 1999, by LARRY J. GONZALES, who is personally known to me and who did not take an oath.


Jamey M. McCann, Notary Public
State of Florida
My Commission Expires:



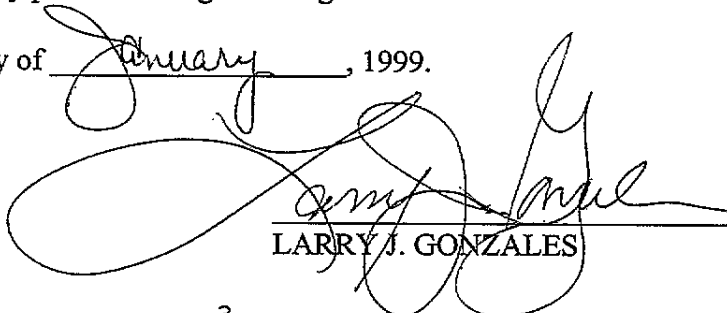
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415 or 608.507, Florida Statutes, the following is submitted:

That VENDAPIN, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 6645 Ridge Road, Port Richey, FL 34668, has named LARRY J. GONZALES as its agent to accept service of process within the State of Florida.

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.

DATED this 19th day of January, 1999.


LARRY J. GONZALES

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of VENDAPIN, L. L.C., deposes and says:

1. The above named limited liability company has at least two members;
2. The total amount of cash contributed by the members is \$200.00;
3. If any, the agreed value of property other than cash contributed by the members is zero;
4. The total amount of cash or property anticipated to be contributed by members is \$200.00.

This total includes amounts from 2 and 3 above.

A handwritten signature in black ink, appearing to read "Darrell G. Rademacher", is written over a horizontal line.

DARRELL G. RADEMACHER

(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)