

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Avalon Flooring, LLC

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 24, 1999

CAPITAL CONNECTION

SUBJECT: AVALON FLOORING, LLC
Ref. Number: W99000004665

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We have received your document for AVALON FLOORING, LLC and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 699A00008602

Corrected

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ARTICLES OF ORGANIZATION

OF

AVALON FLOORING, L.L.C.

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DIVISION OF CORPORATIONS
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THE UNDERSIGNED, PAUL LECHNER, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be AVALON FLOORING, L.L.C., ("Company"). The principal office street and mailing address of the Company in Florida shall be: 1719-B Apex Road, Sarasota, FL 34240.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSE AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is PAUL LECHNER, 1719-B Apex Road, Sarasota, FL 34240.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the case or property set forth in Exhibit "A", attached hereto and made a part hereof by reference.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the written consent of members of the Company holding at least a one hundred (100%) percent interest 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 Operating Regulations of the Company, but the transferee shall have no right to participate in the management of the business and the affairs of the Company unless members of the Company (other than the member proposing to dispose of his or her interest) holding at least a one hundred (100%) percent interest approve the proposed transfer by written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion or bankruptcy of a member or manager, or upon the occurrence of any other event that terminates the continued existence of the Company, unless the Company is continued by the consent of all the remaining members, provided, however, there must be at all times at least two (2) remaining members.

ARTICLE IX - MANAGEMENT

Management of the Company is reserved to the members in accordance with Operating Regulations adopted by the members from time to time for the management of the business and affairs of the Company. The Operating Regulations adopted by the Company may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with Florida law or these Articles of Organization. The initial Manager for the Company is:

<u>NAME</u>	<u>ADDRESS</u>
PAUL LECHNER	1719-B Apex Road Sarasota, FL 34240

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 23rd day of February, 1999.



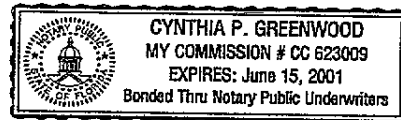
PAUL LECHNER

STATE OF FLORIDA)
)
COUNTY OF SARASOTA) §

The foregoing instrument was acknowledged before me this 23rd
day of February, 1999, by PAUL LECHNER, () who is
personally known to me or (X) who has produced L256-690-69-367-0
as identification.

Cynthia P. Greenwood
Notary Public
Printed Name:

(SEAL)
Comm. Exp. Date
Comm. No.:



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EXHIBIT "A"

CAPITAL CONTRIBUTIONS

<u>NAME</u>	<u>CASH</u>	<u>TOTAL</u>
PAUL LECHNER	\$176.00	\$176.00
ROBERT J. GILMORE	\$ 24.00	\$ 24.00

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REGISTERED AGENT ACCEPTANCE

I, PAUL LECHNER, located at 1719-B Apex Road, Sarasota, FL 34240, having been named as registered agent for AVALON FLOORING, L.L.C., hereby (i) accepts the obligations of Resident Agent; (ii) acknowledges that I am familiar with said position; and (iii) agrees to act and comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.

By: _____

PAUL LECHNER

Date: _____

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

THE UNDERSIGNED authorized representative or member of AVALON FLOORING, L.L.C., deposes and says:

1. The above-named Limited Liability Company (the "Company") has at least two (2) members.

2. The total amount of cash contributed to the Company by the members is Two Hundred Dollars (\$200.00).

3. The members are not contributing any property other than cash to the initial capitalization of the Company.

4. The total amount of cash and property contributed to the Company in its initial capitalization is Two Hundred Dollars (\$200.00), and the members anticipate contributing no additional Dollars to the Company.

5. The execution of this Affidavit constitutes an affirmation under penalty of perjury, and that the facts stated herein are true.

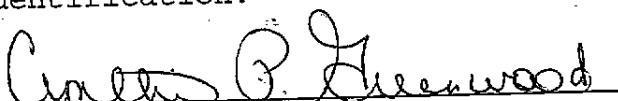
EXECUTED this 23rd day of February, 1999.



PAUL LECHNER

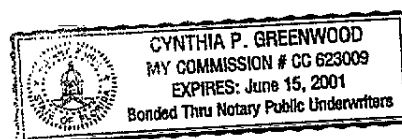
STATE OF FLORIDA)
) §
COUNTY OF SARASOTA)

SUBSCRIBED AND SWORN to before me on Feb. 23, 1999, by PAUL LECHNER, who is () personally known to me or (X) who has provided L256-690-69-367-0 as identification.



Notary Public
Printed Name:

(SEAL)
Commission Number:
Commission Date:



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