



THE UNITED STATES
CORPORATION
COMPANY

990000001193

ACCOUNT NO. : 072100000032

REFERENCE : 155013 10281A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 3, 1999

ORDER TIME : 10:36 AM

ORDER NO. : 155013-005

CUSTOMER NO: 10281A

CUSTOMER: Terry V. Broughton, Esq
TERRY V. BROUGHTON, P.A.
TERRY V. BROUGHTON, P.A.
1705-d2 Colonial Boulevard

Fort Myers, FL 33907

DOMESTIC FILING

NAME: GOERGIE PORGIE OF FORT MYERS,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

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****285.00 ****285.00

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DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

L99-1193

Name	AL3-3
Availability	
Calculator	AL
Recorder	AL
Updater	AL
Verifier	AL
Acknowledgment	
W. P. Verifier	AL

ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY
OF

GEORGIE PORGIE OF FORT MYERS, L.L.C.

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ARTICLE I
Name

The name of this Limited Liability Company is GEORGIE PORGIE OF FORT MYERS, L.L.C.

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is 8510 Granite Court, Fort Myers, FL 33908.

ARTICLE III
Duration

The period of duration of the Limited Liability Company is through December 31, 2025.

ARTICLE IV
Registered Office and Agent

The initial registered office of this Company shall be 8510 Granite Court, Fort Myers, FL 33908, and its initial registered agent at such office shall be Charles C. Bundschu, Jr.

ARTICLE V
Management

The Limited Liability Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain additional provisions for the regulation and management of the affairs of the Company consistent with law or these articles of organization. The names and addresses of the members of the Company are:

NAME	ADDRESS
Charles C. Bundschu, Jr.	8510 Granite Court Fort Myers, FL 33908
Donnie F. Bundschu	8510 Granite Court Fort Myers, FL 33908
George Vinalek	8512 West 95th Street Hickory Hills, IL 60457
Susan Vinalek	8512 West 95th Street Hickory Hills, IL 60457

ARTICLE VI
Admission of Additional Members

Additional members will be admitted only with the unanimous consent of all Members upon such terms as are unanimously agreed to by all Members.

ARTICLE VII
Members Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right to continue the business on 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 the Limited Liability Company.

Dated this 1st day of March, 1999

GEORGIE PORGIE OF FORT MYERS, L.L.C.

By:


Charles C. Bundschu, Jr.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

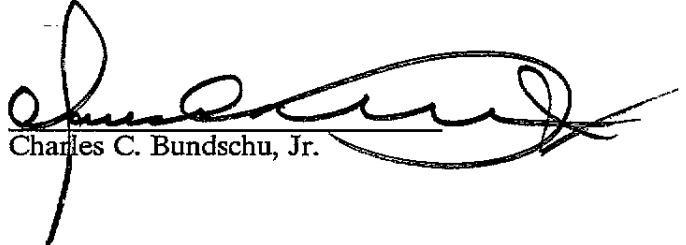
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is GEORGIE PORGIE OF FORT MYERS, L.L.C.
2. The name and address of the registered agent and office is:

Charles C. Bundschu, Jr.
8510 Granite Court
Fort Myers, FL 33908

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: March 1, , 1999


Charles C. Bundschu, Jr.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of GEORGIE PORGIE OF FORT MYERS, 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 at this time is \$54,500.00.
3. If any, the agreed value of property other than cash contributed by members is: \$ ____.
4. The amount of cash or property anticipated to be contributed by members in the future is \$NONE.
5. The total amounts of 2, 3 and 4 is \$54,500.00.

GEORGIE PORGIE OF FORT MYERS, L.L.C.

By:


Charles C. Bundschu, Jr.


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STATE OF FLORIDA)
COUNTY OF LEE)

THE FOREGOING instrument was sworn to before me this 1st day of March, 1999,
by Charles C. Bundschu, Jr., who is personally known to me ~~or has produced~~ _____
as identification.

[Seal]




Notary Public
Print Name Linda M. Matthews
Commission expires 9/17/00