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February 26, 1999

State of Florida  
Secretary of State  
Department of Corporations  
409 E. Gaines  
Tallahassee, Florida 32399

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-03/01/99--01087--001  
\*\*\*\*337.50 \*\*\*\*337.50

RE: Kuyrkendall Investments, L.L.C.

Dear Sir or Madam:

Please find enclosed the Articles of Organization for the above referenced company.

A check is enclosed in the amount of \$337.50 for the filing fee.

Please send all correspondence regarding this matter to the undersigned.

CM  
Very truly yours,

  
William R. Heitz, Esq.

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ARTICLES OF ORGANIZATION  
OF

Kuyrkendall Investments, L.L.C.

The undersigned, for purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Kuyrkendall Investments, L.L.C. ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 380 Somerset Way, Weston, Florida 33326.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and address of the registered agent of the company in the state of Florida is:

William R. Heitz, P.A.  
1387 SW 18<sup>th</sup> Street  
Boca Raton, Florida 33486

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

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

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#### ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on 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 regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous consent.

#### ARTICLE VIII - TERMINATION OF EXISTANCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member of the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### ARTICLE IX - MANAGEMENT

The 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 any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

<u>Name</u>	<u>Address</u>
Gene D. Kuyrkendall, Jr.	380 Somerset Way, Weston, Florida 33326
Nesbitt E. Kuyrkendall	380 Somerset Way, Weston, Florida 33326

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IN WITNESS WHEREOF, the undersigned organizers have made  
and subscribed these articles of organization at Weston, Florida, on  
2/22/99.

Gene D. Kuyrkendall, Jr.  
Gene D. Kuyrkendall, Jr.

Nesbitt E. Kuyrkendall  
Nesbitt E. Kuyrkendall

STATE OF FLORIDA  
COUNTY OF Broward

Sworn to and subscribed before me on this 22<sup>nd</sup> day of Feb., 1999 by Gene D.  
Kuyrkendall, Jr.

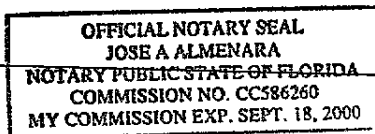
Jose Almenara  
Notary Public - State of Florida

Jose Almenara  
Name Printed or Typed

Personally Known \_\_\_\_\_  
Or  
Produced Identification X

Type or Identification Produced Florida Driver's license

(Seal)



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STATE OF FLORIDA  
COUNTY OF Broward

Sworn to and subscribed before me on this 22<sup>nd</sup> day of Feb., 1999 by Nesbitt E.  
Kuyrkendall.

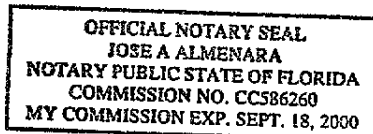
Jose Almenara  
Notary Public - State of Florida

Jose Almenara  
Name Printed or Typed

Personally Known \_\_\_\_\_  
Or  
Produced Identification X

Type or Identification Produced Florida Driver's license

(Seal)



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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Kuyrkendall Investments, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$200.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$0.00 ; (a description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$200.00. This total included amounts from 2 and 3 above.

THE AFFIANT SAYS NOTING FURTHER

Dated: 7/22/99

[Signature]  
Signature of a member or an authorized representative of a member.



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*(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.)*

Gene D Kuyrkendall Jr

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

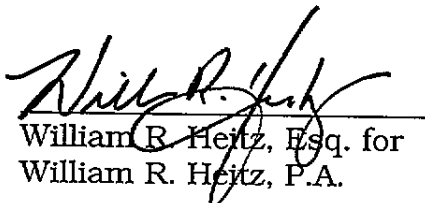
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Kuyrkendall Investments, L.L.C.
2. The name and the Florida street address of the registered agent are:

William R. Heitz, P.A.  
1387 SW 18<sup>th</sup> Street  
Boca Raton, Florida 33486

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*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.*

  
William R. Heitz, Esq. for  
William R. Heitz, P.A.

Dated: 2/12/99