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Tampa, Florida 33601

February 25, 1999

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-03/01/99-01152-014

****285.00 ****285.00

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

Re: Articles of Organization for
Schlau Enterprises, L.L.C.

Dear Sir/Madam:

Enclosed for filing is an original and a photocopy of the properly executed Articles of Organization for the above-referenced limited liability company. Also enclosed is our firm's check in the amount of \$285.00, made payable to the Florida Secretary of State, for the filing fees.

Please return the "Filed" copy of the Articles of Organization to us in the enclosed self-addressed, stamped envelope.

If you have any questions, please call.

Sincerely,

KASS HODGES, P.A.

Temple H. Drummond

Temple H. Drummond

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 22 AM 8:37

CM
@992 SRP



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 10, 1999

TEMPLE H. DRUMMOND
P.O. BOX 800
TAMPA, FL 33601

SUBJECT: SCHLAU ENTERPRISES, L.L.C.
Ref. Number: W99000005761

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DIVISION OF CORPORATIONS
99 MAR 22 AM 8:37

We have received your document for SCHLAU ENTERPRISES, 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):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 699A00011265

**ARTICLES OF ORGANIZATION OF
SCHLAU ENTERPRISES, L.L.C.**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida sets forth the following:

ARTICLE I: NAME

The Name of the Limited Liability Company is: Schlau Enterprises, L.L.C.

ARTICLE II: ADDRESS

The Mailing Address of the Principal Office is: 1048 Hagen Drive, New Port Richey, Florida 34655.

The Street Address of the Principal Office is the same.

ARTICLE III: DURATION

The duration for the Limited Liability Company shall be perpetual.

ARTICLE IV: MANAGEMENT

The Limited Liability Company is to be managed by a manager and the name and address of such manager is: Ethan Schlau, 1048 Hagen Drive, New Port Richey, Florida 34655.

ARTICLE V: ADMISSION OF ADDITIONAL MEMBERS

Members may admit additional members at any time pursuant to a majority vote of the Members. The additional members must agree to be bound by the Operating Agreement.

ARTICLE VI: MEMBERS RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall not be continued and the limited liability company shall be dissolved unless there is obtained the consent of all the remaining members of the limited liability company.

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DIVISION OF CORPORATIONS
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ARTICLE VII: REGULATION OF THE COMPANY

The power to adopt, alter, amend or repeal the Regulations of the limited liability company shall be held by the manager of the limited liability company, subject to the provisions in Section 608.423, Florida Statutes.

ARTICLE VIII: REGISTERED AGENT

The name and address of the initial Registered Agent in Florida for the limited liability company is: Temple H. Drummond, Kass Hodges P.A., 1505 North Florida Avenue, Tampa, Florida 33602.

Executed at Tampa, Florida on the 22nd day of February, 1999.



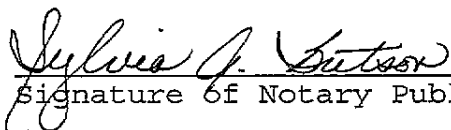
Ethan Schlau, Manager

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DIVISION OF CORPORATIONS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

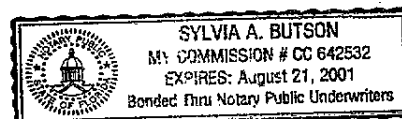
BEFORE ME, the undersigned authority, personally appeared Ethan Schlau, (✓) who is personally known to me or () who has produced _____ as identification, executed the foregoing instrument, and acknowledged to and before me that he executed the said instrument for the purposes therein expressed, on this 22nd day of February, 1999.



Signature of Notary Public

SYLVIA A. BUTSON

Print/Type Name of Notary Public
NOTARY PUBLIC, STATE OF FLORIDA



AFFIDVIT OF MEMBERSHIP AND CONTRIBUTIONS

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

- 1) the above named limited liability company has at least one members;
- 2) the total amount of cash contributed by the member is \$ 100 ;
- 3) the agreed value of property other than cash contributed by the member is \$ 239,000 . A description of the property is attached and made a part hereto;
- 4) the total amount of cash or property anticipated to be contributed by the member is \$ 239,100 . This total includes amounts from 2 and 3 above.

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Signature of a member or authorized representative of a
member.

(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.)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
FOR SCHLAU ENTERPRISES, L.L.C.

Attachment

Property to be contributed:

Stocks:	\$ 150,000
Mutual funds:	30,000
Savings account:	10,000
Automobiles:	31,000
Motorcycle:	<u>18,000</u>
Total:	<u>\$ 239,000</u>

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISION OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN 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.

Temple H. Drummond
Registered Agent

February 23, 1999
Date

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