

L99000001732

The Law Offices of Kevin M. Helmich

P.O. Box 5499

Destin, Florida 32540

Kevin M. Helmich*

*also licensed in Illinois

Telephone: (904) 650-4747

Facsimile: (904) 650-4748

March 16, 1999

Secretary of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

400002813574--3
-03/22/99--01101--006
****285.00 ****285.00

Re: Steve Dale Enterprises, LLC

To Whom It May Concern:

CM

Enclosed please find the original and one copy of the executed Articles of Organization, as well as, the Designation of Registered Agent and the Affidavit Declaring Capital Contributions, in regard to the above-referenced LLC. Also enclosed is a check in the amount of \$285.00 to cover the fee in this respect (\$250.00 filing, \$35.00 Designation of Registered Agent). Upon filing, please return a file stamped copy of the Articles to this office.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,



KEVIN M. HELMICH
Attorney at Law

Cmk/KMH

Enclosures as stated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 22 AM 10:37

**ARTICLES OF ORGANIZATION
OF
STEVE DALE ENTERPRISES, LLC**

The undersigned subscribers, hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

**ARTICLE I
NAME**

The name of this limited liability company shall be STEVE DALE ENTERPRISES, LLC.

**ARTICLE II
DURATION**

This limited liability company shall have perpetual existence.

**ARTICLE III
PURPOSE AND POWERS**

This limited liability company is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This limited liability company shall have all powers enumerated in Chapter 608 mentioned above.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal place of business of the limited liability company is: 34851 Emerald Coast Parkway, Destin, Florida 32541, and the mailing address shall be c/o Kevin M. Helmich, Esq., P.O. Box 5499, Destin, Florida 32540.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this limited liability company is 34851 Emerald Coast Parkway, Destin, Florida 32541, and the name of the initial registered agent at that address is Kevin M. Helmich.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 22 AM 10:37

ARTICLE VI
MANAGEMENT

The management will initially consist of one (1) manager. The name and address of the initial manager of the limited liability company are as follows:

STEPHEN M. DALE	4486 Ocean View Drive
	Destin, FL 32541

Management shall be by the person above named.

ARTICLE VII
QUORUM

A quorum of the managers consists of Seventy Five Percent (75%) of the total number of managers.

ARTICLE VIII
MANAGEMENT ACTION

A majority of the Managers of the company entitled to vote, represented in person or by proxy, shall be required for all management action.

ARTICLE IX
COMPENSATION OF MANAGERS

Compensation of management will be determined by unanimous vote of the managers.

ARTICLE X
MANAGEMENT MEETINGS

No action by management can be taken without a meeting of the managers or the unanimous written consent of the managers. All regularly scheduled management meetings must be proceeded by at least two days notice of meeting, setting forth the date, time, place and purposed of the meeting unless all managers waive such notice in writing.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

199 MAR 22 AM 10:37

ARTICLE XI
SPECIAL MEETINGS

All special meetings of the managers must be proceeded by at least two days notice of meeting, setting forth the date, time, place and purpose of the meeting unless all managers waive such notice in writing.

ARTICLE XII
INITIAL MEMBERS

The names and addresses of the members of this limited liability company are as follows:

STEPHEN M. DALE, as trustee of the
STEPHEN M. DALE REVOCABLE
TRUST AGREEMENT DATED APRIL
8, 1998

4486 Ocean View Drive
Destin, FL 32541

ARTICLE XIII
ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of the members of the company existing at that time.

ARTICLE XIV
MEMBERSHIP MEETINGS

All notices of annual membership meetings must include a detailed description of the purpose or purposes for which the meeting is called.

ARTICLE XV
DISPOSAL OF ASSETS

The sale, lease, exchange or other disposal of all, or substantially all, of the company's property, with or without good will, other than in the usual and regular course of business, must be approved by unanimous vote of the members.

ARTICLE XVI
DISSOLUTION

Upon the death, retirement, resignation, expulsion or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the limited

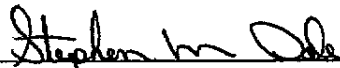
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 22 AM 10:37

liability company shall be terminated unless the business is continued by the consent of all remaining members.

ARTICLE XVII
TRANSFER OF INTEREST

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management.

IN WITNESS WHEREOF, the undersigned, being the member hereinbefore named, have hereunto set his hand and seals on this the 26th day of February, 1999, for the purpose of forming a limited liability company to do business both within and without the State of Florida and do make and file in the Office of the Department of State of Florida these Articles of Organization and certify that the facts herein stated above are true.



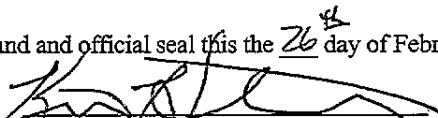
STEPHEN M. DALE, as trustee of the
STEPHEN M. DALE REVOCABLE TRUST
AGREEMENT DATED APRIL 8, 1998,
Member

STATE OF Florida
COUNTY OF Osceola

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared STEPHEN M. DALE, as trustee, who is personally known to me and who did take an oath, and who is the person who executed the foregoing Articles of Organization and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have set my hand and official seal this the 26th day of February, 1999.

(Seal)


NOTARY PUBLIC

KEVIN HELMICH
Notary Public - State of Florida
My Commission Expires Apr 23, 2001
Commission # CC640934

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 22 AM 10:37

**AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS
OF THE MEMBERS OF
STEVE DALE ENTERPRISES, LLC**

STATE OF FLORIDA
COUNTY OF OKALOOSA

We, the undersigned members of STEVE DALE ENTERPRISES, LLC, after being duly sworn, do depose and state the following:

1. There is at least one (1) member of STEVE DALE ENTERPRISES, LLC.
2. Expected capital contributions to STEVE DALE ENTERPRISES, LLC are as follows:

<u>Description:</u>	<u>Value:</u>
Cash	\$125,000.00
Tangible Personal Property described in the attached Exhibit 1	\$ <u>0</u>
Real Property described in the attached Exhibit 1	\$ <u>0</u>

The value of the total expected contributions to STEVE DALE ENTERPRISES, LLC. is One
hundred twenty-five thousand and no/100s (\$125,000.00).

3. There is no contribution of property anticipated other than that listed in paragraph 2 above.
4. Future capital: None at this time.

Further Affiant sayeth not.

Stephen M. Dale
STEPHEN M. DALE, as trustee of the
STEPHEN M. DALE REVOCABLE TRUST
AGREEMENT DATED SEPTEMBER 8, 1998

STATE OF Florida
COUNTY OF Okaloosa

SWORN TO AND SUBSCRIBED BEFORE ME, the undersigned authority authorized in the State and County aforesaid by STEPHEN M. DALE, as trustee of the STEPHEN M. DALE REVOCABLE TRUST AGREEMENT DATED SEPTEMBER 8, 1998, who is personally known to me and who did take an oath.

IN WITNESS WHEREOF, I have set my hand and official seal this the 26th day of February, 1999.

(Seal)

NOTARY PUBLIC

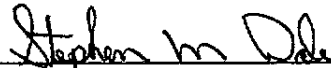
KEVIN HELMICH
Notary Public - State of Florida
My Commission Expires Apr 23, 2001
Commission # CC640934

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 22 AM 10:37

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**


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

STEVE DALE ENTERPRISES, LLC, desiring to organize under the laws of the State of Florida with its principal place of business at 34851 Emerald Coast Parkway, Destin, Florida 32541, has named Kevin M. Helmich, Esq. as its agent to accept service of process within the State of Florida and whose address is 34851 Emerald Coast Parkway, Destin, Florida 32541.



STEPHEN M. DALE, as trustee of the
STEPHEN M. DALE REVOCABLE TRUST
AGREEMENT DATED APRIL 8, 1998,
Member

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.


Kevin M. Helmich, Esq.,
Registered Agent

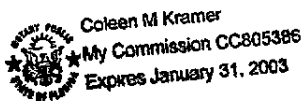
STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared KEVIN M. HELMICH, ESQ., who is personally known to me and who did take an oath, and who is the person who executed the foregoing and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have set my hand and official seal this the 26th day of February, 1999.

(Seal)


NOTARY PUBLIC



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 22 AM 10:37