

APR. 5. 1999 9:38AM
Division of Corporations

HARLEE PORGES

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L99000001893

Florida Department of State
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LIMITED LIABILITY COMPANY

KROEMER INTERNATIONAL L.L.C.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 2, 1999

SHELLY A. GALLAGHER, ESQ.
CHARLEE, PROGES, HAMLIN, KNOWLES, ET AL
1205 MANATEE AVE. W.
BRADENTON, FL 34205

SUBJECT: KROEMER INTERNATIONAL L.L.C.
REF: W99000007927

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Cathy A Mitchell
Corporate Specialist

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HARLEE PORGES

NO. 8831 P. 3/7

Fax Audit No.: H99000007845

ARTICLES OF ORGANIZATION
OF
KROEMER INTERNATIONAL L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE I. NAME

The name of this company shall be KROEMER INTERNATIONAL L.L.C.; and shall be referred to herein as "the Company" or "this Company."

ARTICLE II. DURATION/CONTINUATION

The period of this company's duration shall be perpetual, unless terminated sooner by the unanimous written agreement of all of the members.

ARTICLE III. MAILING AND STREET ADDRESS

The mailing address and the street address for the Company is P.O. Box 831, Anna Maria, FL 34216.

This Instrument Prepared By:
Shelly A. Gallagher, Esq. (Florida Bar # 0046371)
Harlec, Porges, Hamlin, Knowles, Bald & Prouty, P.A.
1205 Manatee Ave. W.
Bradenton, FL 34205
(941)749-3770

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ARTICLE IV. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this Company is as follows: Shelly A. Gallagher, Esq., 1205 Manatee Ave. W., Bradenton, FL 34205.

ARTICLE V.
ADMISSION OF ADDITIONAL MEMBERS AND
TERMS AND CONDITIONS OF SUCH ADMISSIONS

Additional Members may be admitted by the unanimous consent of the existing Members of this Company.

ARTICLE VI. CONTINUATION OF COMPANY

Unless otherwise limited by Florida law, the remaining members shall continue the operation of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or on the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE VII. MANAGEMENT OF COMPANY

The business of the Company shall be managed by WERNER SCHLEGEL, whose address is shown below. WERNER SCHLEGEL shall serve as the manager until the first annual meeting of the Members or until their successors are elected and qualify:

WERNER SCHLEGEL: P.O. Box 831, Anna Maria, FL 34216

This Instrument Prepared By:
Shelly A. Gallagher, Esq. (Florida Bar # 0046371)
Harlee, Porges, Hamlin, Knowles, Bald & Prouty, P.A.
1205 Manatee Ave. W.
Bradenton, FL 34205
(941)748-3770

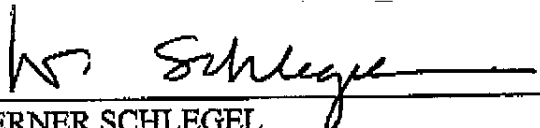
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IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization
on this 1st day of April, 1999.


WERNER SCHLEGEL

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TALLAHASSEE, FLORIDA

This Instrument Prepared By:
Shelly A. Gallagher, Esq. (Florida Bar # 0046371)
Harlee, Porges, Hamlin, Knowles, Bald & Prouty, P.A.
1205 Manatee Ave. W.
Bradenton, FL 34205
(941)748-3770

Fax Audit No.: H99000007845


ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


SHELLY A. GALLAGHER

STATE OF FLORIDA
COUNTY OF MANATEE

On April 1, 1999, SHELLY A. GALLAGHER, designated above as the individual who shall serve as this corporation's Registered Agent, who is personally known to me and who did not take an oath personally appeared before me and signed these Articles Of Organization.


Notary Public, State of Florida

My Commission Expires:



F:\Shelly\SCHLEGBL\KROEMER\LLC\LLCARTICLES.WPD

This Instrument Prepared By:
Shelly A. Gallagher, Esq. (Florida Bar # 0046371)
Harlee, Porges, Hamlin, Knowles, Bald & Prouty, P.A.
1205 Manatee Ave. W.
Bradenton, FL 34205
(941)748-3770

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EXHIBIT "A"
AFFIDAVIT OF CONTRIBUTIONS

COUNTY OF MANATEE:
STATE OF FLORIDA:

Comes now WERNER SCHLEGEL, first being duly sworn before the subscribing authority does swear and affirm under penalty of perjury that:

I. The two initial members of KROEMER INTERNATIONAL L.L.C., a Florida Limited Liability Company ("Company") are listed below. The Company has at least one (1) Member.

- | | | |
|----|------------------------|---------------------------|
| 1. | Name: | Werner Schlegel |
| | Address: | P.O. Box 831 |
| | City, State, Zip Code: | Anna Maria, FL 34216 |
| 2. | Name: | Oliver Kroemer |
| | Address: | Im alten Felde 21 |
| | City, State, Zip Code: | 31655 Stadthagen, Germany |

II. Each Member has made an initial capital contribution to the Company in the amount of \$500.00 for a total initial contribution of \$1,000.00 and future contributions are unknown at this time, but are anticipated to be \$5,000.00. The agreed value of property other than cash contributed by member(s) is zero.

III. This affidavit is given for the sole purpose of satisfying Florida law and is to be relied upon for that purpose.

FURTHER affiant sayeth naught.



WERNER SCHLEGEL

The foregoing instrument was sworn and acknowledged before me this 1st day of April, 1999, by WERNER SCHLEGEL, who is personally known to me.



Notary Public

My Commission Expires:

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