JAMES R. KELLER

Attorney at Law

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PHONE: (305) 743-0700 Fax: (305) 743-9685

March 22, 1999

Department of State P.O. Box 6327 Tallahassee, FL 32301

> RE: Charmar, L.L.C.

8000<u>02</u>815.978- -0 -03/23/99---01091 --001 ****337.50 ****337.50

Gentlemen:

In order to organize the above Limited Liability Company, I enclose herewith the following:

- a. Original and duplicate copy of the Articles of Organization;
- Certificate designating resident agent; and, b.
- My trust account check in the amount of \$337.50 representing: C.

Filing Fee:

\$ 250.00

Certificate Designating Agent:

\$ 35.00

Certified Copy:

\$ 52.50

Once filed, I would appreciate a certified copy of the Articles of Organization being returned to this office for our records.

Thank you for your assistance in this matter.

JRK/dmի Name Encs. 3/3/199 Document Examiner DCC 500 Updater Updater verifyer DCC DCC Acknowledgement ₩ P. Verifyer J∪C

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JAMES R. KELLER

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5198 Overseas Highway P.O. Box 500057 Marathon, Florida 33050

PHONE: (305) 743-0700 FAX: (305) 743-9685

April 8, 1999

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

RE: Charmar Realty and Construction, L.L.C.

Gentlemen:

We have redrafted the documents which we originally sent you for Charmar, L.L.C. We have changed the name to Charmar Realty and Construction. You are holding our check sent earlier in this filing. If these papers are now in order, please file and send us the Certified Copy of the Articles. A copy of your letter of March 31st is enclosed herewith.

Thank you for your assistance in this matter.

Very truly yours

James R. Keller

JRK/dmh Encs.



Secretary of State

March 31, 1999

JAMES R. KELLER, ATTORNEY AT LAW P.O. BOX 500057 MARATHON, FL 33050

SUBJECT: CHARMAR, L.L.C. Ref. Number: W99000007747

We have received your document for CHARMAR, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all apprpriate places. One or more words must be added to make the name distinguishable from the one presently on file.

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) 487-6913.

Diane Cushing Corporate Specialist

Letter Number: 999A00016334

ARTICLES OF ORGANIZATION OF CHARMAR REALTY AND CONSTRUCTION, L.L.C.

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE !

The name of the Limited Liability Company is: Charmar Realty and Construction, L.L.C.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company's:

501 Columbine Lane West Chicago, Illinois 60185

ARTICLE III

The period of duration for the Limited Liability Company shall be perpetual.

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ARTICLE IV

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is:

Charles R. Hanson 501 Columbine Lane West Chicago, Illinois 60185

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

ARTICLE V

The Limited Liability Company shall have a Registered Agent in the State of Florida and that Registered Agent shall be:

James R. Keller, Esq. 5198 Overseas Highway P.O. Box 500057 Marathon, Florida 33050

ARTICLE VI

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: New members shall not be admitted without the consent of all then current members.

ARTICLE VII

The right, if given, of the remaining members of the limited liability company 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 shall be: Remaining members shall continue to have the right to maintain the ongoing operation of the business of the Limited Liability Company notwithstanding the ocurrence of any of the foregoing events. Remaining members, by unanimous consent, shall also have the right to cause articles of dissolution to be drafted, executed by all remaining members, and submitted to the Department of State for filing and thereby terminate the existence of the Limited Liability Company.

ARTICLE VIII

The Regulations of the Limited Liability Company shall be in writing and shall be signed by all members of the Limited Liability Company.	
ARTICLE IX Affidavit of Membership and Contributions	
The undersigned member or authorized representative of a member of Charmar Realty and Construction, L.L.C. certifies:	
the above named limited liability company has at least one member; the total amount of cash contributed by the member(s) is f any, the agreed value of property other than cash contributed by member(s) is (A description of the property	
attached and made a part hereto); and none;	
4) the total amount of cash and property contributed and	
anticipated to be contributed by member(s) is \$1,000.00.	
IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this day of April, 1999. InaccordancewithSection608.408(3),FloridaStatutes,theexecutionofthisaffidavitconstitutes an affirmation under the penalties of perjury that the facts stated herein are true.	
Charles R. Hanson, Member	
STATE OF FLORIDA)	
COUNTY OF MONROE)	
I hereby Certify that on this day of April, 1999, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Charles Hanson, known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and an oath was not taken.	
(Check one:) Said person(s) is/are personally known to me. Said person(s) provided the following type of identification:	- <u>-</u>
My Commission Expires: F of FLORIS My Commission CC519586 Expires Dec 18 1999 My Commission Expires Dec 18 1999 Typed/Printed Name of Notary	

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 ARE GISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the Limited Liability Company is: Charmar Realty and Construction, L.L.C.
- 2. The name and the Florida street address of the registered agent and registered office are:

James R. Keller, Esq. 5198 Overseas Highway Marathon, Florida 33050

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.

ames R. Keller