

L99000002843

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS
DATE: 5-18-99 800002878478--5
REF. #: 0163. 6837 -05/18/99--01031--003
CORP. NAME: Rocking International Enterprises, L.L.C. ****285.00 ****285.00

- () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION
() ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME
() CERT. OF AUTHORITY () LIMITED PARTNERSHIP (X) LIMITED LIABILITY
() REINSTATEMENT () MERGER () WITHDRAWAL
() CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3
() OTHER:

FILED
99 MAY 18 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 50099 02327 FOR \$ 285.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

Name Availability 5/18/99 dec

Document Examiner DCC

COST LIMIT: \$

Updater DCC
PLEASE RETURN:

Updater DCC
Verify CERTIFIED COPY

Acknowledgement DCC

W. P. Verifier DCC

() CERTIFICATE OF STATUS
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

(X) PLAIN STAMPED COPY

99 MAY 18 AM 10:27

RECEIVED

Examiner's Initials

5 pages

L99000002843

**ARTICLES OF ORGANIZATION
OF
ROCKING INTERNATIONAL ENTERPRISES, LLC**

FILED
99 MAY 18 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **Name.** The name of this limited liability company is **ROCKING INTERNATIONAL ENTERPRISES, LLC**, a Florida limited liability company (the "Company").

2. **Duration.** The Company shall have perpetual existence, commencing upon the date of filing of these Articles of Organization with the Florida Department of State.

3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. **Place of Business.** The mailing and street address of the Company's principal office is 1007 Highgrove Court, Valrico, Florida 33594.

5. **Registered Agent and Office.** The name of the initial registered agent of the Company is Randolph J. Wolfe. The street address of the initial registered agent of the Company is 201 North Franklin Street, Suite 2100, Tampa, Florida 33602.

6. **Contributions to the Company.** The total amount of cash initially anticipated to be contributed to the Company by the members is \$2,120,000.00. No additional contributions have been agreed upon.

7. **Termination of Membership.** Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

8. **Management of the Company.** The Company shall be managed by a manager or managers in accordance with the regulations adopted by all of the members. The Company shall initially be managed by the following persons, who shall serve as managers until the first annual meeting of the members or until their successors are elected and qualified:

Thomas G. King II

1007 Highgrove Court
Valrico, Florida 33594

Shaukat Rokerya

1007 Highgrove Court
Valrico, Florida 33594

Virgil R. Priestly

1007 Highgrove Court
Valrico, Florida 33594

Derrick L. Smith

1007 Highgrove Court
Valrico, Florida 33594

John A. Barnett, Jr.

1007 Highgrove Court
Valrico, Florida 33594

FILED
99 MAY 18 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the nontransferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization effective as of the 17th day of May, 1999.

MEMBER:

Thomas G. King II
THOMAS G. KING II

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



RANDOLPH J. WOLFE

Dated: May 17, 1999.

FILED
99 MAY 18 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF LIMITED LIABILITY COMPANY
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)

FILED
99 MAY 18 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as an initial member of **ROCKING INTERNATIONAL ENTERPRISES, LLC**, a Florida limited liability company, hereinafter referred to as the "Company", who, upon being sworn, certifies as follows:


1. The Company has at least one (1) member.
2. The members of the Company have contributed a total of \$-0- of cash to the Company.
3. No property other than the cash identified in numbers 2 and 4 hereof will be contributed.
4. It is anticipated that \$2,120,000.00 in cash will be contributed in the future by the members of the Company. This results in a total of \$2,120,000.00 in cash contributed or to be contributed to the Company.

Executed this 17th day of May, 1999.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief. (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.)

MEMBER:



THOMAS G. KING II