

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 100, Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8870 • Fax (850) 224-1222

L99000004389

Happy Luker, L.C.

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****337.50 ****337.50

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
☒ L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
☒ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JUL 20 PM 1:14

RECEIVED

99 JUL 20 AM 11:29

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

(4)

By: 7/20/99

Signature

Requested by:

Name

7/20

Date

10:05

Time

Will Pick Up

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

HAPPY LUKER, L.C

**ARTICLE II
ADDRESS**

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

Happy Luker, L.C.
319 Mountain Drive
Destin, Florida 32541

**ARTICLE III
DURATION**

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

**ARTICLE IV
MANAGEMENT**

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is:

Happy Stores, Inc.
319 Mountain Drive
Destin, Florida 32541

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ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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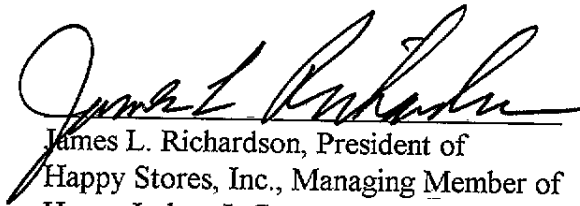
ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS

The company shall not be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, provided there is at least one remaining member.

ARTICLE VII
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of the members of HAPPY LUKER, L.C., deposes and says:

1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member(s) is \$ 750.00;
3. if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a party hereto); and \$ -0-;
4. the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 750.00;


James L. Richardson, President of
Happy Stores, Inc., Managing Member of
Happy Luker, L.C.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Corporation is:

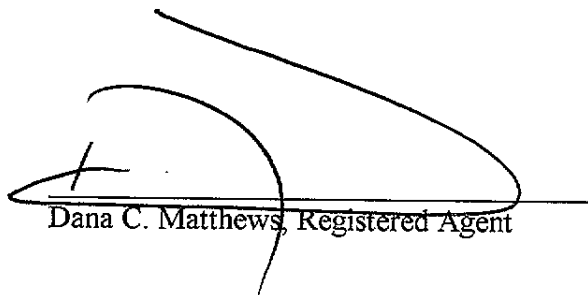
HAPPY LUKER, L.C.

2. The name and Florida street address of the registered agent are:

**Dana C. Matthews, Esq.
Matthews & Hawkins, P.A.
607 Highway 98 East
Destin, Florida 32541**

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.

DATED this ____ day of July, 1999.



Dana C. Matthews, Registered Agent

This instrument prepared by:

Matthews & Hawkins, P.A.
607 Highway 98 East
Destin, Florida 32541