



THE UNITED STATES
CORPORATION
COMPANY

L99000004633

ACCOUNT NO. : 072100000032

REFERENCE : 322868 7166270

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 28, 1999

ORDER TIME : 4:37 PM

ORDER NO. : 322868-005

CUSTOMER NO: 7166270

EFFECTIVE DATE

7-27-99

CUSTOMER: J. Patrick Anderson, Esq
FRESE NASH & TORPY
FRESE NASH & TORPY
Suite 505
930 South Harbor City Blvd.
Melbourne, FL 32901

DOMESTIC FILING

NAME: MARRMINKS, L.L.C.

EFFECTIVE DATE:

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***337.50 ***337.50

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 29 AM 9:38

FILED

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99 JUL 29 AM 8:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Sc
7-29-99

ARTICLES OF ORGANIZATION

OF

MARRMINKS, L.L.C.

The undersigned person hereby adopts these Articles of Organization in order to form a limited liability company under Chapter 608 of the Florida Statutes.

ARTICLE I

The name of this limited liability company shall be MarrMinks, L.L.C. (the "Company").

ARTICLE II

The Company shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of the Company is to engage in any lawful business activity that is not prohibited with respect to a limited liability company organized according to the laws of the State of Florida.

ARTICLE IV

The initial street and mailing address of the principal place of business of the Company is 7777 North Wickham Road, Space #22, Melbourne, Florida 32940.

ARTICLE V

The initial address in Florida of the initial registered office of the Company is 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901, and the name of the initial registered agent of the Company at that address is J. Patrick Anderson.

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CLERK OF CIRCUIT COURT
FALLASSEE, FL 32004

ARTICLE VI

Additional Members may be admitted at such times and on such terms and conditions as all Members may unanimously agree and as provided in the regulations of the Company.

ARTICLE VII

The remaining Member(s) of the Company may continue the business upon 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 Company upon unanimous agreement and as provided in the regulations of the Company.

ARTICLE VIII

The Company shall be managed by one (1) or more managers. The number of initial managers, who shall serve as managers until the first annual meeting of the Members of the Company or until their successors are duly elected, shall be two (2). The names and addresses of such initial managers are as follows:

Antonio N. Marrone
1475 Casa Road
Melbourne, FL 32940

Christina L. Minko
1475 Casa Road
Melbourne, FL 32940

ARTICLE IX

The Members of the Company shall adopt regulations which shall contain provisions for the management of the business and the regulation of the affairs of the Company that are not inconsistent with the Articles or the laws of the State of Florida.

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ARTICLE X

The Company shall have the power to amend or supplement these Articles of Organization when approved by unanimous vote of the Members.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization, this 27th day of July, 1999.

Christina L. Minko
Christina L. Minko

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company.

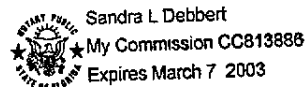
J. Patrick Anderson
J. PATRICK ANDERSON
Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 27th day of July, 1999 by Christina L. Minko. She is personally known to me or produced Her Driver's License as identification.

Sandra L. Debbert
Notary Public
Printed Name: _____
My commission expires: _____

articles\marrminks, llc



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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

**STATE OF FLORIDA
COUNTY OF BREVARD**

The undersigned members or authorized representatives of a member of MARRMINKS, L.L.C. (the "Company") certifies:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the members is: \$ 45,000.00
3. If any, the agreed value of property other than cash contributed by members is (A description of the property is attached hereto and made a part hereof as Schedule "A"):
\$ -0-
4. The total amount of cash and property contributed and anticipated to be contributed by members is: \$ 45,000.00

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 27th day of July, 1999.

Christina L. Minko
Christina L. Minko, Member

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.

Christina L. Minko
Christina L. Minko, Member

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