

L99000005798

PAULICH, SLACK & WOLFF, P.A.

Attorneys at Law

August 13, 1999

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

Re: **T&R LLC**

Dear Sir/Madam:

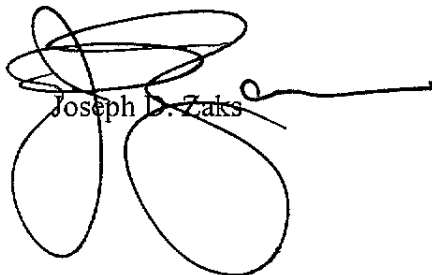
Enclosed herewith, please find the Articles of Organization for T&R LLC and the registered agent's certificate. Additionally, a check in the sum of \$285.00 is enclosed in payment of the filing fee for the Articles of Organization and the registered agent designation.

I am enclosing photocopies of both documents. Please return date time stamped copies of the documents to me in the enclosed pre-addressed envelope.

Please feel free to call me should you have any questions.

Very truly yours,

PAULICH, SLACK & WOLFF, P.A.

  
Joseph D. Zaks

JDZ:caz  
Enclosures, as stated

cc: Mr. and Mrs. Scott K. Barker

600002961086--6  
-08/16/99-01116--008  
\*\*\*\*285.00 \*\*\*\*285.00

W99-19051

Conflict  
T15465

F:\WP\EP4\Barkers\LT FL DOS

JOSEPH D. ZAKS



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 17, 1999

PAULICH, SLACK & WOLFF, P.A.  
801 ANCHOR RODE DRIVE, STE 203  
NAPLES, FL 34103

SUBJECT: T&R LLC  
Ref. Number: W99000019051

*SMT+R LLC*

We have received your document for T&R LLC and your check(s) totaling \$285.00. 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 appropriate 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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 199A00041433

## ARTICLES OF ORGANIZATION OF SMT&R LLC

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

### ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is SMT&R LLC".

### ARTICLE II — Address:

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

10886 Longshore Way West  
Naples, Florida 34119

### ARTICLE III — Duration:

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

### ARTICLE IV — Management:

The LLC is to be managed by the members and the names and addresses of the Managing Members are:

Scott K. Barker  
10886 Longshore Way West  
Naples, Florida 34119

Marie Barker  
10886 Longshore Way West  
Naples, Florida 34119

### ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as stated in the Regulations.

### ARTICLE VI — Members' Rights to Continue Business:

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 as stated in the Regulations.

### ARTICLE VII — Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall

93 SEP 15 AM 9:05  
SECTION 11.00  
DIVISION 11.00

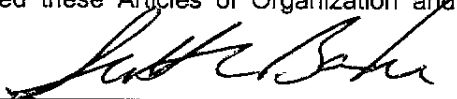
have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.


#### ARTICLE VIII — Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of SMT&R LLC certifies:

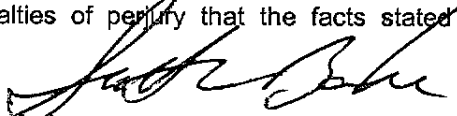
- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the members is \$10,000;
- 3) if any, the agreed value of property other than cash contributed by members is (A description of the property attached and made a part hereto); and \$0;
- 4) the total amount of cash and property contributed and anticipated to be contributed by members is \$300,000.

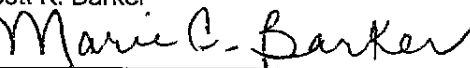
IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 6 day of August, 1999.

  
\_\_\_\_\_  
Scott K. Barker

  
\_\_\_\_\_  
Marie Barker

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.

  
\_\_\_\_\_  
Scott K. Barker

  
\_\_\_\_\_  
Marie Barker

9) SEP 15 AM 9:05

SECRET  
DIVISION OF REVENUE

Filing Fee: \$250.00 for Articles and Affidavit

**CERTIFICATE OF ASSIGNATION  
OF REGISTERED AGENT FOR  
SMT&R LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned authorized representative of SMT&R LLC (the "Company") hereby states that the initial registered agent for the Company is:

Joseph D. Zaks

whose address is:

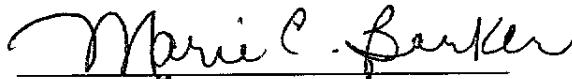
801 Anchor Rode Drive  
Suite 203  
Naples, Florida 34103

effective upon the filing of the Articles of Organization for the company.

Dated this 6 day of August, 1999.

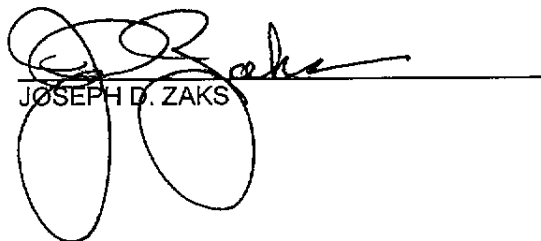


Scott K. Barker



Marie Barker

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505 AND SECTION 608.415, FLORIDA STATUTES.

  
JOSEPH D. ZAKS

SEP 15 AM 9:05

SEP 15 AM 9:05  
CLERK OF COURT  
CLERK OF COURT  
CLERK OF COURT