

# L99000005831



ACCOUNT NO. : 072100000032

REFERENCE : 377379 80473A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 16, 1999

ORDER TIME : 1:25 PM

ORDER NO. : 377379-005

CUSTOMER NO: 80473A

000002989130-6  
-09/16/99-01056-009  
\*\*\*\*337.50 \*\*\*\*337.50

CUSTOMER: Ms. Ronda Gluck  
BILL T. SMITH, JR., P.A.  
BILL T. SMITH, JR., P.A.  
Suite 402  
980 North Federal Highway  
Boca Raton, FL 33432

DOMESTIC FILING

NAME: BAINTON INDUSTRIES, L.L.C.

EFFECTIVE DATE:

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: James Guy

EXAMINER'S INITIALS: \_\_\_\_\_

Name	
Availability	<b>MJH</b>
Document	
Examiner	
Under	
Counter	
Verifier	
Acknowledgement	
U.S. Verifier	

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 SEP 16 PM 2:35

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 16 AM 10:15

## ARTICLES OF ORGANIZATION

### ARTICLE I

#### Name

The name of the Limited Liability Company is BANTON INDUSTRIES, L.L.C.

### ARTICLE II

#### Address

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

Bainton Industries, L.L.C.  
292 Fan Palm Drive  
Boca Raton, FL 33432

### ARTICLE III

#### Duration

The period of duration for the Limited Liability Company shall be:

Perpetual

### ARTICLE IV

#### Management

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:

Bainton Industries, LLC  
292 Fan Palm Drive  
Boca Raton, FL 33432

### 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 per the unanimous vote of the initial members

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ARTICLE VI  
Members Right 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 terminated the continued membership of a member in the limited liability company shall be:

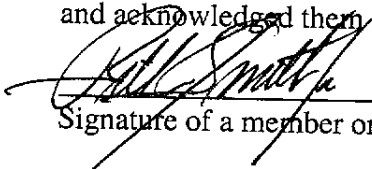
Pursuant to the Operating Agreement of BANTON INDUSTRIES, L.L.C.

ARTICLE VII  
Affidavit of Membership and Contribution

The undersigned member or authorized representative of a member of BANTON INDUSTRIES, L.L.C. certifies:

1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member(s) is \$ 1,000;
3. if any, the agreed value of property other than cash contributed by member(s) is \$ 000.00;  
(A description of the property is attached and made a part hereto); and
4. the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 1,000.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 13 day of September, 1999

  
\_\_\_\_\_  
Signature of a member or authorized representative of a 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.

Bill T. Smith, Jr.  
Name of Signee

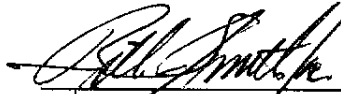
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE  
BAINTON INDUSTRIES, LLC**

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 company is: BAINTON INDUSTRIES, L.L.C.
2. The name and the Florida street address of the registered agent are:

Bill T. Smith, Jr.  
Bill T. Smith, Jr. P.A.  
980 N. Federal Highway  
Suite 402  
Boca Raton, FL 33432

*Having been named as registered agent and to accept services 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.*

  
\_\_\_\_\_  
Bill T. Smith, Jr. Esq.