

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

990000006845

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ACCT. #FCA-14

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

CONTACT: CINDY HICKS

DATE: 10-18-99

REF. #: 0333.8721

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1085.00 *155.00

CORP. NAME:

1. ~~P.B. WILDLIFE, L.L.C.~~
2. ~~WINGS WILDLIFE BOUTIQUE, L.L.C.~~
3. ~~WINGS ON THE BEACH, L.L.C.~~
4. ~~MANGO BAY BEACH COMPANY, L.L.C.~~
5. ~~SANIBEL WILDLIFE T-SHIRTS, L.L.C.~~
6. ~~EDISON BEACH & SPORT, L.L.C.~~
7. ~~P.B.W. MANAGEMENT, L.L.C.~~

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 18 PM 2 10

- | | | |
|------------------------------------------------------|-------------------------------------------------|-------------------------------------------------------|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

MJH

STATE FEES PREPAID WITH CHECK# 6217 FOR \$ 1,085

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|----------------------------------------------------|-------------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

RECEIVED
99 OCT 18 AM 11:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
SANIBEL WILDLIFE T-SHIRTS, L.L.C.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 18 PM 2:10

**ARTICLE I
Name**

The name of the Limited Liability Company is Sanibel Wildlife T-Shirts, L.L.C.

**ARTICLE II
Address**

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

2070 Andrea Lane, Ste. I
Ft. Myers, FL 33912

**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 a manager and the name and address of such manager is:

Brian J. Scanlan
c/o Sanibel Wildlife T-Shirts, Inc.
2070 Andrea Lane, Ste. I
Ft. Myers, FL 33912

**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:

Approval of all members.

ARTICLE VI
Members Rights to Continue Business

The right, if given, of the remaining members of the limited liability company to continue the business of 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 by the unanimous vote by the remaining member(s).

Sanibel Wildlife T-Shirts, Inc.

By: Brian J. Scanlan
Brian J. Scanlan, President

(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.)

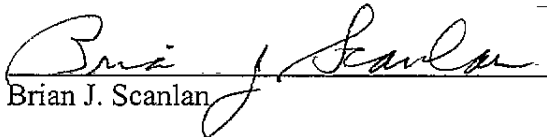
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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: Sanibel Wildlife T-Shirts, L.L.C.
2. The name and the Florida street address of the registered agent are:

Brian J. Scanlan
2070 Andrea Lane, Ste. I
Ft. Myers, FL 33912

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.


Brian J. Scanlan