

Pires & Lombardo, P.A.

ATTORNEYS-AT-LAW

00009330

December 6, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

W99-28393

CRAIG R. WOODWARD
MARK J. WOODWARD
ANTHONY P. PIRES, JR.**
J. CHRISTOPHER LOMBARDO
STEVEN V. BLOUNT
JOHN A. GARNER***
CARRIE E. LADEMAN
PAUL L. KUTCHER****

BURT L. SAUNDERS
OF COUNSEL

*Board Certified Real
Estate Attorney
**Board Certified City,
County and Local
Government Attorney
*** Also admitted in
Indiana and Georgia
**** Also admitted in
Pennsylvania

800003065918--1
-12/09/99-01088-009
***\$155.00 ***\$155.00

Re: Articles of Organization for Dock Side Solutions, L.L.C.

Dear Sirs:

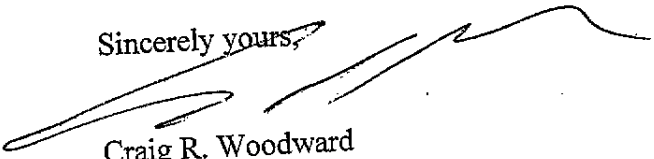
MJH

Enclosed is an original and one (1) copy of the Articles of Organization and a check for:

X \$155.00
Filing Fee
Registered Agent
Designation &
Certified Copy

Should you have any questions, please feel free to contact me at (941) 394-5161.

Sincerely yours,


Craig R. Woodward

CRW:ach
Enclosures
COR\HOWARD\DOCKSIDESOLUTIONS\LETTER\DEPARTMENTOFSTATE

99 DEC 28 PM 2:09
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

PLEASE RESPOND TO THE MARCO ISLAND OFFICE
606 BALD EAGLE DR., SUITE 500, P.O. BOX 1, MARCO ISLAND, FLORIDA 34146 (941) 394-5161 FAX (941) 642-6402
PELICAN BAY 801 LAUREL OAK DR., SUITE 710, NAPLES, FLORIDA 34108 (941) 566-3131 FAX (941) 566-3161



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 13, 1999

CRAIG R. WOODWARD
WOODWARD, PIRES & LOMBARDO, P.A.
P.O. BOX 1
MARCO ISLAND, FL 34146

SUBJECT: DOCK SIDE SOLUTIONS, L.L.C.
Ref. Number: W99000028393

We have received your document for DOCK SIDE SOLUTIONS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the entity's complete mailing address.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

The Affidavit will not be filed, please do not resend it, also, remove Article III, 3.1 regarding the Affidavit from the document.,

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 699A00058503

**ARTICLES OF ORGANIZATION
OF
DOCK SIDE SOLUTIONS, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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In order to form a Limited Liability Company pursuant to the Florida Limited Liability Company Act, Ch. 608 (the "Act"), we the undersigned hereby execute these Articles of Organization in accordance with the provisions of Section 608.407 of the Act and state that the statements set forth below as to the certain terms of the Limited Liability Company set forth herein are true and correct.

I. NAME

The name of the limited liability company is **Dock Side Solutions, L.L.C.**

II. NATURE OF BUSINESS

The limited liability company shall be for the purpose of distributing wholesale and retail marine and dock supplies as well as all other purposes allowed by law. The company shall have all the powers outlined in F.S. 608.404 which may be necessary to effect the purposes set forth in these Articles.

III. MAILING ADDRESS

The limited liability company's mailing address shall be as specified in Article V.

IV. DURATION

4.1 The duration of the limited liability company shall be deemed to have commenced as of the date of filing with the Department of State, and shall continue and be perpetual.

4.2 The duration of the Limited Liability Company shall not be affected by the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member, or other termination of a member's membership in the absence of unanimous consent of the members.

V. ADDRESS

The initial address of the principal office of this limited liability company in the State of Florida is 730 Plantation Court, Marco Island, Florida 34145.

The managers may, from time to time, move the principal office to any other address in the State of Florida.

VI. MANAGEMENT

6.1 The management of this limited liability company shall be vested in one (1) manager. The initial manager shall serve until the first annual meeting of members or until his successor or successors are elected and qualify. The name and address of the initial manager is as follows:

Howard L. Jeffries
730 Plantation Court
Marco Island, Florida 34145

6.2 The manager shall be elected by the members annually. Members shall be entitled to vote that number of votes which equates to their percentage interest in the company.

VII. INITIAL MEMBERS AND ORGANIZERS

7.1 The initial members and organizers of the company and their addresses are as follows:

<u>Names</u>	<u>Addresses</u>	<u>Percentage Interest in Co.</u>	<u>No. of Votes Allocated</u>
Howard L. Jeffries	730 Plantation Court Marco Island, FL 34145	100%	1

VIII. PROFITS AND LOSSES

8.1 Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company's business that remain after the payment of the expenses of conducting the business. Each member shall be entitled to a distributive share of the profits of the company equal to their percentage ownership in the company. Such distributive share of the profits of the company shall be paid to the members at such time as determined by the manager.

8.2 Losses. All losses that occur in the operation of the limited liability company's business shall be paid out of the capital of the limited liability company and the profits of the business of the company to the extent possible.

IX. BOOKS AND RECORDS

9.1 The manager shall maintain full and accurate books of the company at the company's place of business, showing all receipts, expenses, assets, liabilities, profits, and losses of the company and all other records necessary for the recording of the company's business and affairs.

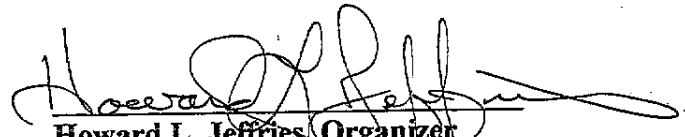
9.2 The manager shall deliver to all members quarterly interim financial information which shall be reviewed but not audited.

X. REGISTERED AGENT

Craig R. Woodward, whose address for service of process is 606 Bald Eagle Drive, Suite 500, Marco Island, Florida 34145, shall be the registered agent for the limited liability company.

XI. AMENDMENTS

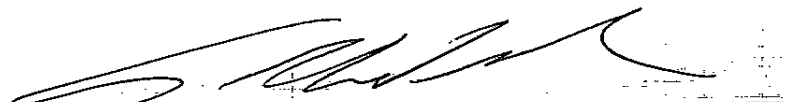
These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the manager, proposed to the members, and approved at a members meeting by a unanimous vote thereon, unless all the members and the manager sign a written statement manifesting their intentions that a certain amendment of these Articles of Organization be made.



Howard L. Jeffries, Organizer

ACKNOWLEDGEMENT BY REGISTERED AGENT

Having been named to accept Service of Process for the above-stated limited liability company, at the place designated in this Certificate, 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.



Craig R. Woodward

This Instrument Was Prepared By:
Craig R. Woodward, Esquire
Florida Bar Number: 0309389
Woodward, Pires & Lombardo, P.A.
606 Bald Eagle Drive, Suite 500
Post Office Box One
Marco Island, Florida 34146
Telephone Number: (941) 394-5161