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July 21, 2000

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Division of Corporations
Box 6327
Tallahassee, FL 32301

RE: Tom & Mat, L.L.C.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above referenced LLC together with this firm's check in the sum of \$125.00 representing the filing fee and registered agent fee.

If you have any questions regarding this matter, please contact our office.

Very truly yours,

HOVIS, BOYETTE & CRAWFORD,

Wade Boyette

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Name	KWB/jcg
Availability	Enclosures
Document	DCC
Notarizer	DCC
Notary	DCC
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ARTICLES OF ORGANIZATION

of

TOM & MAT, L.L.C.

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this limited liability company is TOM & MAT, L.L.C., and its principal office and mailing address is located at 13114 Skiing Paradise Blvd., Clermont, FL 34711.

ARTICLE II

DURATION

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

ARTICLE III

PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL CONTRIBUTIONS

The total amount of cash and property contributed to this limited liability company by its members upon the filing of these Articles of Organization is 1000 and No/100 Dollars (\$ 1000). There are no additional contributions which have been agreed upon by the members at the time of the filing of these Articles of Organization. The members are free to agree upon additional contributions to this limited liability company at any point in the future.

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TALLAHASSEE, FLORIDA

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ARTICLE V
MEMBERSHIP

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

ARTICLE VI
DISSOLUTION

The limited liability company will dissolve as provided in the Operating Agreement executed by and among the members.

ARTICLE VII
MANAGEMENT

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial manager, who shall serve until the earlier of his death, resignation, replacement or until the first annual meeting of members and his successors are elected and qualified, shall be:

Mayer Pierre – 13114 Skiing Paradise Blvd., Clermont, FL 34711

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

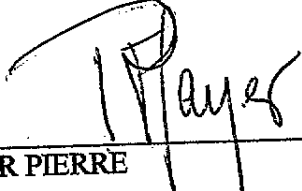
The street address of this limited liability company's initial registered office is 13114 Skiing Paradise Blvd., Clermont, FL 34711, and the name of this limited liability company's initial registered agent is Mayer Pierre.

The undersigned, being one of the original members of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of TOM & MAT, L.L.C..

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TALLAHASSEE, FLORIDA

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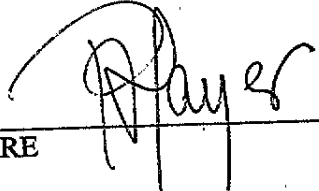
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization for this limited liability company this 14 day of June, 2000.


MAYER PIERRE

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, **MAYER PIERRE**, am familiar with and hereby accept the appointment as Registered Agent for **TOM & MAT, L.L.C.**, as set forth in the Articles of Organization filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 14 day of June, 2000.


MAYER PIERRE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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