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HOLCOMB & DECORT, P.A.
ATTORNEYS AND COUNSELORS AT LAW

VICTOR W. HOLCOMB
DONALD P. DECORT
ANDREW J. MAYTS, JR.

June 1, 2001

106 S. TAMPANIA AVE., STE 200
TAMPA, FLORIDA 33609
Phone: (813) 874-8800
Fax: (813) 874-8700

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: F & F Holdings, LLC

To Whom It May Concern:

RD00004339596--5
-06/04/01--01064--004
*****155.00 *****155.00

Enclosed herewith please find the original and one copy of the Articles of Organization of F & F Holdings, LLC. Please file and record the original Articles of Organization and use the extra copy to return to the undersigned as a certified copy.

Also enclosed is our firm check in the amount of \$155.00, which represents the following:

Filing Fee	\$100.00
Certified Copy	30.00
Registered Agent Designation	25.00
TOTAL	\$155.00

Upon filing the Articles of Organization, please return a certified copy of the Articles back to this office as soon as possible.

Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

HOLCOMB & DECORT, P.A.

Nicole Lodato
Nicole Lodato, Secretary to
Victor W. Holcomb

/nml
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is: F & F HOLDINGS, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 213 N. Hesperides, Tampa, Florida 33609.

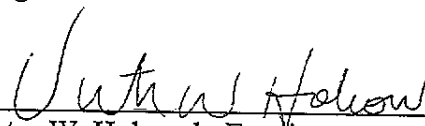
**ARTICLE III
EFFECTIVE DATE**

The Limited Liability Company shall be effective as of June 4, 2001.

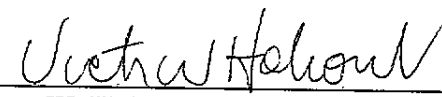
**ARTICLE IV
REGISTERED AGENT, REGISTERED OFFICE,
AND RESIDENT AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are Victor W. Holcomb, Esquire, 106 South Tampania Avenue, Suite 200, Tampa, Florida 33609.

Having been named as registered agent and to accept service of process for the above-named 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 provision 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.


Victor W. Holcomb, Esquire

IN WITNESS WHEREOF, the undersigned representative hereby acknowledges that, in accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Victor W. Holcomb, Esquire

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TALLAHASSEE, FLORIDA