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GOVERNMENT LAWYER

January 9, 2002

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-01/11/02--01050--017  
\*\*\*\*130.00 \*\*\*\*130.00

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Filing of Articles of Organization of L.A. Tolley, LTD. Co.

Dear Sir or Madam:

Enclosed please find the original Articles of Organization and Certificate Designating Registered Agent and Acceptance of Registered Agent for filing. Also enclosed please find our firm check in the amount of \$130.00 itemized as follows:

Filing Fee for Articles of Organization	\$ 100.00
Designation of Registered Agent	25.00
Certificate of Status	<u>5.00</u>
<b>TOTAL DUE:</b>	<b>\$ 130.00</b>

Please mail and fax a confirmation regarding the filing of the Articles of Organization.

Thank you for your attention to this matter.

Sincerely,

WOTITZKY, WOTITZKY, ROSS  
& GOLDMAN, P.A.

By:

Hal F. Wotitzky, Esq.

HFW/ss

cc: Client

G:\Stephanie\Tolley - From Faux to Finish\Ltr.Div.of.Corp.Jan-09-02.wpd

FILED  
2002 JAN 11 PM 4:14  
DIV. OF CORP. REGISTRAR  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
L.A. TOLLEY LTD. CO.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be L.A. Tolley, Ltd. Co..

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is **26004 Notra Dame Blvd., Punta Gorda, Florida 33950.**

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the Operating Agreement.

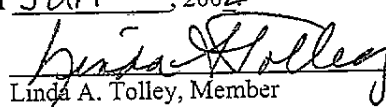
**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida are **Hal Wotitzky, 223 Taylor Street, Punta Gorda, Florida 33950.**

**ARTICLE V -- MANAGEMENT**

The company shall be managed by the members in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. The operating agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these articles of organization at Punta Gorda, Charlotte County, Florida, on this 4 day of Jan, 2002.

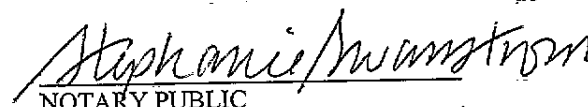
  
Linda A. Tolley, Member

STATE OF: Florida  
COUNTY OF: Charlotte

The foregoing instrument was acknowledged before me this 4 day of Jan, 2002 by LINDA A. TOLLEY, who are personally known to me or produced \_\_\_\_\_ as identification.

SEAL



  
NOTARY PUBLIC

Stephanie Swanstrom  
Printed Name of Notary

FILED  
2002 JAN 11 PM 4:17  
CLERK OF COUNTY OF CHARLOTTE  
ALLA SSSE, FLORIDA

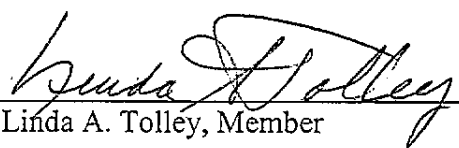
**CERTIFICATE DESIGNATING A REGISTERED AGENT AND  
REGISTERED OFFICE FOR THE SERVICE PROCESS**

In compliance with § 48.091 Fla. Stat., the following is submitted:

L.A. Tolley LTD., Co., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization as 26004 Notra Dame Blvd., Punta Gorda, Florida 33950 has designated Hal Wotitzky, whose street address is 223 Taylor Street, Punta Gorda, Florida 33950, as its agent to accept service of process within this state.

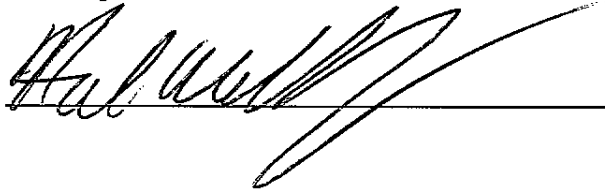
L.A. Tolley, LTD., Co.

By:

  
Linda A. Tolley, Member

**ACCEPTANCE**

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, the undersigned, in behalf of Hal Wotitzky, agrees to act in this capacity and to comply with the provision of said law relative to same.



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2002 JAN 11 PM 4:17  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA