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July 31, 2002

REPLY TO:

Merritt Island
Writer's E-Mail Address
LSPIELVOGEL@DEANMEAD.COM

AL

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

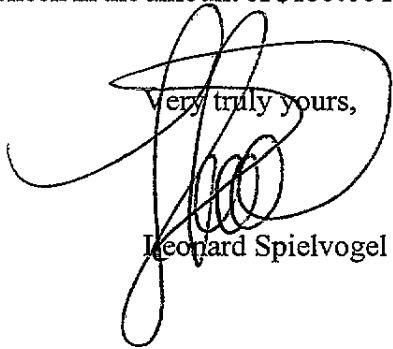
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Re: Merritt Professional Building, LLC

Ladies and Gentlemen:

Enclosed are an original and one copy of the Articles of Organization for the above-referenced limited liability company. Please return the copy stamped with the filing information to the undersigned.

Also enclosed is a check in the amount of \$155.00 for the filing, registered agent fees and certified copy fees.

Very truly yours,

Leonard Spielvogel

FILED
02 AUG -5 AM 9:31
DIVISION OF STATE
TALLAHASSEE, FLORIDA

LS:pb

Enclosures

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ARTICLES OF ORGANIZATION
OF
MERRITT PROFESSIONAL BUILDING, LLC

FILED
02 AUG -5 PM 9:31
CLERK OF DISTRICT COURT
MERRITT ISLAND, FLORIDA

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Merritt Professional Building, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Company is 101 South Courtenay Parkway, Suite 201, Merritt Island, Florida 32952-4855, which is also the mailing address of the Company.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 101 South Courtenay Parkway, Suite 201, Merritt Island, Florida 32952-4855. The name of the registered agent of the Company at that address is Leonard Spielvogel.

ARTICLE IV - MANAGEMENT

The Company is to be a manager-managed company. The name and address of the initial manager of the Company is Leonard Spielvogel, 101 South Courtenay Parkway, Suite 201, Merritt Island, Florida 32952-4855.

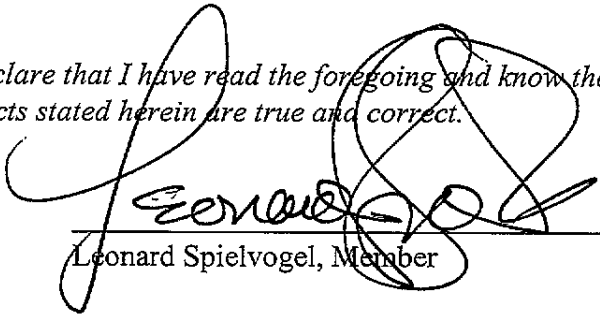
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MERRITT ISLAND, FLORIDA
STATE DEPARTMENT OF STATE

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Articles of Organization this 30th day of July, 2002.

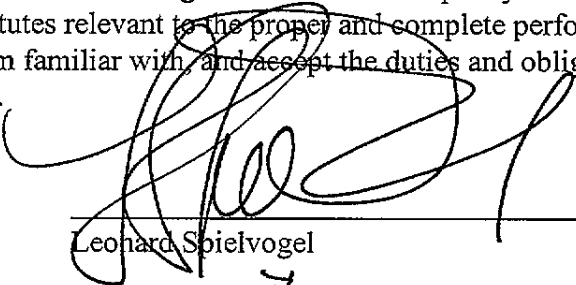
Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



Leonard Spielvogel, Member

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.



Leonard Spielvogel
Date: July 30th, 2002