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MJH

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To:
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Fax Number : (850)205-0363

From:
Account Name : JOHN E. AURELIUS
Account Number : 110334002346
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LIMITED LIABILITY COMPANY

Colonial Holding Company, LLC

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

January 31, 2003

JOHN E. AURELIUS

SUBJECT: COLONIAL HOLDING COMPANY, LLC
REF: W03000002992

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Michelle Hodges
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03 FEB 04 AM 9:16
H030000389707
TALLAHASSEE
FLORIDA

**ARTICLES OF ORGANIZATION
OF
COLONIAL HOLDING COMPANY, LLC**

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 COLONIAL HOLDING COMPANY, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 4367 North Federal Highway, #101, Fort Lauderdale, FL 33308

ARTICLE III -- DURATION

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

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is ERIC J. AURELIUS, whose address is 4367 North Federal Highway, #101, Fort Lauderdale, FL 33308.

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

Eric J. Aurelius, Esq.
4367 N. Federal Hwy., #101
Fort Lauderdale, FL 33308
Florida Bar No.:0159204
(954) 772-8222

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ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of the remaining members.

ARTICLE VII -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial members of the company are

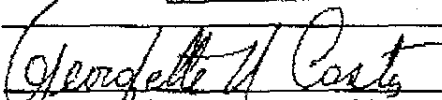
NAME	ADDRESS
ERIC J. AURELIUS	4367 North Federal Highway, #101, Fort Lauderdale, FL 33308
SCOT E. AURELIUS	4367 North Federal Highway, #101, Fort Lauderdale, FL 33308

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Broward County, Florida, on January 31st, 2002.



 ERIC J. AURELIUS

Sworn to and subscribed before me on January 31st, 2002, by ERIC J. AURELIUS, who is personally known to me/produced identification. Type of identification produced:



 Notary Public -- State of Florida
 GEORGETTE COSTAS
 (Seal)

NOTARY PUBLIC - STATE OF FLORIDA
 GEORGETTE R. COSTAS
 COMMISSION # CC040404
 EXPIRES 01/31/2003
 BONDED THRU ASA 1-688-NOTARY1

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**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provisions of F.S Chapter 608, COLONIAL HOLDING COMPANY, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is COLONIAL HOLDING COMPANY, LLC.

2. The name and street address of the registered agent in Florida are:

Eric J. Aurelius, Esq.
4367 N. Federal Highway, #101
Fort Lauderdale, FL 33308

The undersigned, being the person named in the articles of organization of COLONIAL HOLDING COMPANY, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Eric J. Aurelius, Esq.
Registered Agent

Dated: January 31st, 2003