

CASE & LEADER LLP

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EDWARD H. CASE (1908-1988)
ROBERT J. LEADER
HENRY J. LEADER
ALSO ADMITTED IN VERMONT

TELEPHONE
(315) 287-2000
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(NOT FOR PROCESS)

July 15, 2003

Ms. Jo Mynard
Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Smyrna L. L. C.

Dear Ms. Mynard:

Enclosed herewith you will find the following:

1. Original and one copy of Articles of Organization for the above limited liability company.
2. Original and one copy of Affidavit of Membership and Contributions for the above limited liability company.
3. Original and one copy of Certificate of Designation for the above limited liability company.
4. My check in the sum of \$160.00 for filing Articles, Affidavit, Designation of Registered Agent, certified copy and certificate of status.

Please file and return the proof of filing of same to this office as soon as possible in the enclosed, self-addressed, stamped envelope.

Thank you for your courtesy.

Very truly yours,

CASE & LEADER LLP


Robert J. Leader

RJL/meb
Encls.

FILED
03 JUL 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY
OF
SMYRNA L.L.C.

FILED
03 JUL 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name: The name of the Limited Liability Company is: SMYRNA L.L.C.

ARTICLE II

Duration: The period of duration for the Limited Liability Company shall be thirty years from date of filing of Articles of Organization.

ARTICLE III

Address: The mailing address of the principal office of the Limited Liability Company is: 157 St. Croix Avenue, Cocoa Beach, Florida 32931.

The street address of the principal office of the Limited Liability Company is: 157 St. Croix Avenue, Cocoa Beach, Florida 32931.

ARTICLE IV

Registered Agent: The name and address of the initial registered agent is:

Robert J. Leader, 157 St. Croix Avenue, Cocoa Beach, Florida 32931.

ARTICLE V

Management: The Limited Liability Company is to be managed by one manager or more managers and is therefore a manager-managed company. The managing members are:

Robert J. Leader
157 St. Croix Avenue
Cocoa Beach, Florida 32931

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TALLAHASSEE, FLORIDA

ARTICLE VI

Admission of Additional Members: The right of the remaining members to admit additional members is authorized and the terms and conditions shall be determined by the members.

ARTICLE VII

Members Rights to Continue Business: The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company is authorized.

IN WITNESS WHEREOF, the undersigned, being the original subscribing member does make and file these Articles of Organization for the purposes expressed, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 15th day of July, 2003.

Robert J. Leader
Robert J. Leader, Member

STATE OF NEW YORK)
COUNTY OF ST. LAWRENCE) SS.

The foregoing instrument was acknowledged before me this 15th day of July, 2003, by ROBERT J. LEADER who has produced a Florida driver's license as identification and who did take an oath.

Mary E. Benware
Notary Public

MARY E. BENWARE
Notary Public, State of New York
No. 0257400
Qualified in St. Lawrence County
Commission Expires 10/31/05

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
OF
SMYRNA L.L.C.

03 JUL 18 AM 8:50
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407, 608.415, OR 608.57 FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

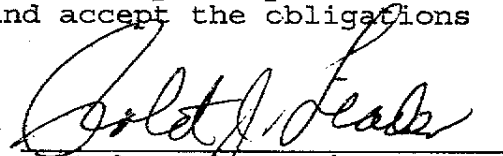
The undersigned Registered Agent is familiar with and accepts the obligations of Registered Agent.

The name and Florida Street address of the Registered Agent are:

Robert J. Leader
157 St. Croix Avenue
Cocoa Beach, Florida 32931


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

Date: July 15, 2003.


Robert J. Leader

STATE OF NEW YORK)
COUNTY OF ST. LAWRENCE) SS.

The foregoing instrument was acknowledged before me this 15th day of July, 2003, by ROBERT J. LEADER who produced a Florida driver's license as identification and who did take an oath.


MARY E. BENWARE, Notary Public
Notary Public for the State of New York
Commission Expires 10/31/05