

417 E. Virginia Street, Suite I • Tallahassee, Florida 32302
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

L990000001062

Founders Real Estate,
LLC

***285.00 ***285.00

L99-1062

[Handwritten signature]

Signature

Requested by:

Name

Date _____

Time

Walk-In

Will Pick Up

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
✓ L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
✓ Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

99 FEB 25 AM 11:26
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
99 FEB 25 AM 10:37
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION
OF
SAUNDERS REAL ESTATE, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 AM 11:26

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be SAUNDERS REAL ESTATE, L.L.C.

ARTICLE II - DURATION

The limited liability company shall have perpetual duration.

ARTICLE III - PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The principal place of business and the address of the Company in Florida shall be 1023 Brighton Way, Lakeland, Florida 33813, and its mailing address is the same.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the real estate business, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Dean Saunders at 1023 Brighton Way, Lakeland, Florida, 33813.

ARTICLE VI - NAMES OF MEMBERS AND CAPITAL CONTRIBUTIONS

The initial members of the Company and their contribution to the capital of the company shall be:

Dean Saunders	\$1,000.00
1023 Brighton Way	
Lakeland, Florida 33813	

ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

No additional contributions of cash or property are required to be made to the Company, except as the members may otherwise unanimously agree upon as provided in the Regulations of the Company to be hereafter adopted by the Members of the Company (the "Regulations").

ARTICLE VIII - ADDITIONAL MEMBERS

The Member may admit to the Company additional Member(s) to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by the Member(s). Admission of any such Additional Member(s) requires the written consent of all Members then having any Interest in the Company. Any Additional Members are allocated gain, loss, income or expense by the method provided in the Regulations, and if no method is specified, then as may be permitted by Section 706(d) of the Code.

ARTICLE IX - CONTINUATION OF BUSINESS

Any rights of the remaining members to continue the business of the company upon the death, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company shall be as set forth in the Regulations.

ARTICLE X - MANAGEMENT

The Company is to be managed by one (1) Manager. The initial Manager will serve until the first annual meeting of the members or until his successor is elected and qualified. The initial Manager's name and address is as follows:

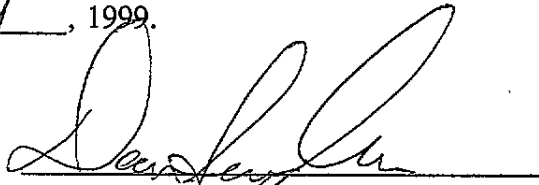
DEAN SAUNDERS

1023 Brighton Way
Lakeland, Florida 33813

ARTICLE XI - REGULATIONS

The Members of the Company shall hereafter adopt the Regulations setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Regulations shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of organization this 24 day of February, 1999.


DEAN SAUNDERS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 AM 11:26

STATE OF FLORIDA
COUNTY OF POLK

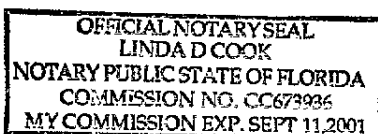
Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DEAN SAUNDERS, who [] is personally known to me or who [] has produced Florida Drivers License as identification.

WITNESS my hand and official seal this 24th day of February, 1999, at Lakeland, Florida.

(NOTARIAL SEAL)



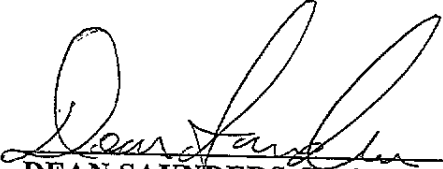
Notary Public
State of Florida at Large
My Commission Expires:



ACCEPTANCE

Having been named to accept service of process for Saunders Real Estate, L.L.C., at the place designated as stated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 24 day of February, 1999.

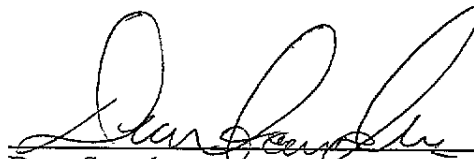

DEAN SAUNDERS, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 AM 11:27

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SAUNDERS REAL ESTATE, L.L.C., deposes and states:

1. The above-named limited liability company has one (1) member.
2. The total amount of cash contributed by the member is \$1,000.00.
3. If any, the agreed value of the property other than contributed by the member is none.
4. The total amount of cash or property anticipated to be contributed by the member is \$1,000.00. This total includes amounts from paragraphs 2 and 3 above.

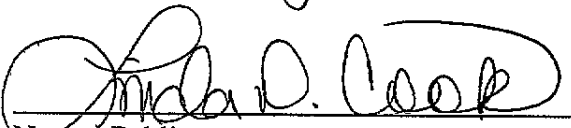

Dean Saunders

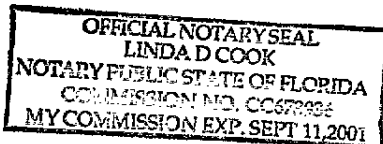
STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Dean Saunders, who [] is personally known to me or who [] has produced Florida driver's license as identification.

WITNESS my hand and official seal this 27th day of February, 1999, at Lakeland, Florida.

(NOTARIAL SEAL)


Notary Public
State of Florida at Large
My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 AM 11:27