

L02000008390

LAW OFFICES OF
ERIC S. MASHBURN

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WILLS - TRUSTS - PROBATE
BOARD CERTIFIED BUSINESS
LITIGATION LAWYER

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March 28, 2002

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

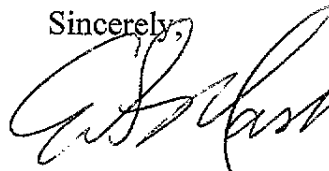
RE: 123 CREATION STATION, LLC

Dear Sir or Madam:

Enclosed for filing please find an original and copy of the Articles of Organization regarding the above-captioned limited liability company. A check in the amount of \$125.00 is enclosed for your filing fee. Please return a copy in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely,



Eric S. Mashburn

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encs.

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
123 CREATION STATION, 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 **123 Creation Station, LLC**, (herein "Company").

ARTICLE II - Address of Company

The mailing address of the Company is 123 Florida Avenue, Winter Garden, FL 34787, and the street address of the principal office of the Company is 123 Florida Avenue, Winter Garden, FL 34787.

ARTICLE III - Initial Registered Office and Agent, and Agent's Signature

The name and street address of the initial registered agent of the Company is

Eric S. Mashburn, Esq
102 East Maple St.
Winter Garden, FL 34787

Having been named as the 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 that 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 as provided for in Chapter 608, Fla. Stat.



Eric S. Mashburn, Registered Agent

ARTICLE IV - Managers

Subject to the limitations set forth in the Operating Agreement, if any, the business and affairs of the Company shall be managed by two Managers, appointed in accordance with the Operating Agreement of the Company, who may exercise all powers of the Company and perform or authorize the performance of all lawful acts which are not otherwise prohibited by law, the Operating Agreement or these Articles of Organization. All acts of the Managers within the scope of his/her/their authority shall be binding on the Company. The managers shall be required to be Members of the Company but not a resident of the State of Florida. The Company shall initially be managed by three (3) managers. The method of appointing, removing and replacing such managers shall be prescribed by the Operating Agreement. The number of managers may be increased or decreased from time to time by the Operating Agreement. The names and street addresses of the initial managers who shall hold office until the first annual meeting of Members or until their successors are elected or appointed and qualified are:

<u>Name</u>	<u>Address</u>
KAREN L. SHERRON	123 Florida Avenue Winter Garden, FL 34787
JEFFREY SHERRON	617 Glenview Drive Winter Garden, FL 34787
GABRIELE SHERRON	617 Glenview Drive Winter Garden, FL 34787

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*ARTICLE V - Term of Existence
and Members Rights to Continue Business*

The Company shall commence its corporate existence on the date these Articles of Organization are filed by the Florida Department of State, and shall be perpetual thereafter until dissolved by the unanimous agreement of all Members. The death, bankruptcy or dissolution of a Member shall not cause the dissolution of the Company, and the business of the Company shall continue without the consent of any of the remaining Members.

ARTICLE VI - Purposes and Powers

The general purpose for which the Company is organized is to acquire and manage a commercial building, and to transact any and all lawful business which a limited liability company may be organized under the laws of the State of Florida and of the United States. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

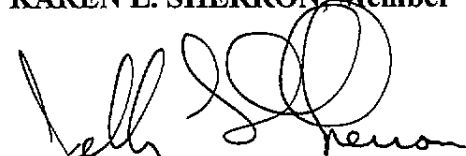
ARTICLE VII - Amendment to Articles

These Articles of Organization may only be amended by two thirds of the members by capital account.

**In accordance with section 608.408(3), Florida Statute,
the execution of this affidavit constitutes an affirmation
under the penalties of perjury that the facts stated
herein are true.**

Dated this the 25TH day of March, 2002.


KAREN L. SHERRON, Member


JEFFREY SHERRON, Member


GABRIELE SHERRON, Member

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