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December 27, 1999

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Department of State
Corporate Division
The Capitol
PL-2
Tallahassee, Florida 32399-0250

Re: Stoffel Properties, LLC

Dear Sir:

Please find enclosed the original and one (1) copy of the Articles of Organization and Certificate of Registered Agent regarding the above-referenced corporation. I have also enclosed \$155.00 in total payable to the Department of State for the following:

- 1) \$100 for filing fee;
- 2) \$25.00 for Designation of Registered Agent; and
- 3) \$30.00 for certified copy of the above.

Very Truly Yours,

Carter H. Parry, Jr.

Carter H. Parry, Jr.

CHP jr/hd
Encl.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

00 JAN -3 PM 1:01

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ARTICLES OF ORGANIZATION

OF

STOFFEL PROPERTIES, L.L.C.

ARTICLE I

Name

The name of the limited liability company ("Company") is Stoffel Properties, L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is Suite 350, 1001 3rd Avenue West, Bradenton, Florida 34205.

ARTICLE III

The name of the Company's initial registered agent in Florida is Carter H. Parry, Jr. The address of the Company's registered office in Florida is Suite 350, 1001 3rd Avenue West, Bradenton, Florida 34205.

IN WITNESS WHEREOF, we have executed these Articles of Organization on the 22 day of December, 1999 at Bradenton, Florida.

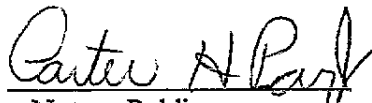

Arthur F. Stoffel, III

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Florida
County of Manatee

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Arthur F. Stoffel, III, personally known to me to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same and who did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this 22nd day of December, 1999.


Notary Public

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

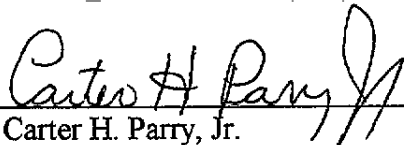
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is Stoffel Properties, L.L.C.
2. The name of the registered agent and office is: Carter H. Parry, Jr. at Suite 350, 1001 3rd Avenue West, Bradenton, Florida 34205.

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

Dated: 12/22/99


Carter H. Parry, Jr.

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