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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 687515 4320888

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 5, 2000

ORDER TIME : 10:55 AM

ORDER NO. : 687515-005

CUSTOMER NO: 4320888

CUSTOMER: Ms. April Haley
LIVINGSTON PATTERSON
LIVINGSTON PATTERSON
46 N. Washington Blvd.

Sarasota, FL 34236

DOMESTIC FILING

NAME: PENNECK, L.L.C.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

900003240379--3
-05/05/00--01028--003
****155.00 ****155.00

RECEIVED
00 MAY -5 AM 11:43
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAY -5 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF PENNECK, L.L.C.**

ARTICLE I - NAME

The name of the limited liability company is PennEck, L.L.C.

ARTICLE II - ADDRESS

The mailing address is 46 N. Washington Boulevard, #1, Sarasota, Florida, 34236; and the street address of the principal office of the limited liability company is 2033 Main Street, #104, Sarasota, Florida 34237.

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE**

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

John Patterson
46 N. Washington Boulevard, #1
Sarasota, Florida 34236

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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 as provided for in Chapter 608, F.S.


JOHN PATTERSON

ARTICLE IV - DURATION

The limited liability company shall have a perpetual existence.

ARTICLE V - MANAGEMENT

The limited liability company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

Dated: May 4th, 2000


JOHN PATTERSON
Authorized Representative of a Member

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TALLAHASSEE FLORIDA