

**L00500005441**  
**GMM**  
**MICHAEL MACKENZIE, P.A.**  
**ATTORNEY AND COUNSELOR AT LAW**

G. MICHAEL MACKENZIE  
♦ Board Certified Real Estate Lawyer  
♦ Estate Planning  
♦ Probate  
♦ Corporate & Business Law

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Cypressview Professional Center  
2424 Enterprise Road  
Suite "G"  
Clearwater, Florida 33763

By UPS

May 2, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines St.  
Tallahassee, FL 32399

FILED  
MAY -3 PM 4:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

600003238126  
-05/03/00--01128--003  
\*\*\*125.00 \*\*\*125.00

RE: LEHIGH PROPERTIES, LLC

Gentlemen:

Please find enclosed the original and a copy of the Articles of Organization for the above proposed Florida Limited Liability Company. Also enclosed is our check in the amount of \$125.00 representing the filing fees for the Articles of Organization and the appropriate sum for a certified copy of the Articles.

When this company has been duly qualified, please forward a certified copy of the Articles of Organization, together with your filing acknowledgment.

Your expedited handling and return is requested.

Thank you.

Yours very truly,

*G. Michael Mackenzie*

G. MICHAEL MACKENZIE

GMM/sm  
Enclosures

L00-5441  
CL 5-11

Approved	
Disapproved	
Exempt	
Registered	
Updated	
Verified	
Acknowledgment	
W.P. Verifier	

**ARTICLES OF ORGANIZATION  
OF  
LEHIGH PROPERTIES, 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.

FILED  
00 MAY -3 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I -- NAME**

The name of the limited liability company shall be **LEHIGH PROPERTIES, LLC**. ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is: 1153 Main Street, Suite 108, Dunedin, Florida 34698.

**ARTICLE III -- DURATION**

The company shall commence its existence on May 1, 2000. The company's existence shall be perpetual, unless the company is dissolved as provided in these articles of organization or in the regulations.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

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

Thomas L. Heironimus  
1153 Main St., Suite 108  
Dunedin, FL 34698

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property.

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

**ARTICLE VII -- ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless 67% of all the

members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

#### ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company are:

Thomas L. Heironimus  
1153 Main St., Suite 108  
Dunedin, FL 34698

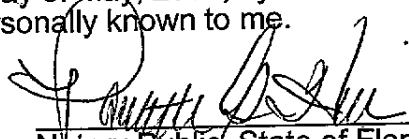
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Clearwater, Florida, on May 2, 2000.

  
Thomas L. Heironimus

  
G. Michael Mackenzie

Sworn to and subscribed before me this 2<sup>nd</sup> day of May, 2000, by Thomas L. Heironimus and G. Michael Mackenzie, who are both personally known to me.

(Seal)

  
Notary Public, State of Florida

(Name)

My commission expires:


Paullette G Hill  
My Commission C6795314

Expires December 6, 2002

FILED  
00 MAY -3 PM 4:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

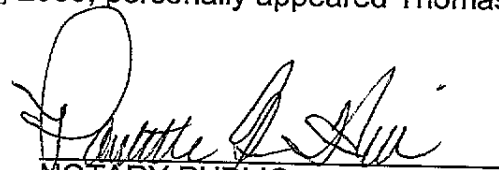
I HEREBY acknowledge that I am familiar with and accept the obligations of Registered Agent, to accept service of process for the Florida Limited Liability Company, **LEHIGH PROPERTIES, LLC.**


  
Thomas L. Heironimus

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 2nd day of May, 2000, personally appeared Thomas L. Heironimus, who is personally known to me.

(Seal)

  
NOTARY PUBLIC  
My Commission Expires:

 Paulette G Hill  
My Commission CC795314  
Expires December 6, 2002

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00 MAY -3 PM 4:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA