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THE CENTER FOR PROFESSIONAL LEGAL SERVICES
A Private, Full Service Law Firm
http://www.cpls.net

5405 Diplomat Circle, Suite 201 Orlando, Florida 32810

Telephone: (407) 647-7887 Facsimile: (407) 647-5396

May 8, 2000

Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE: PMP Properties Limited Company; Our File No. 99-768

Dear Sir or Madam:

Enclosed please find the original Articles of Organization for the above-referenced LLC and our check in the amount of \$130.00 to cover the filing fee, the registered agent fee, and a certificate of status.

Thank you for your kind attention to this matter.

Sincerely

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Enclosures

Tee Persad, Esq.

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Articles of Organization

of

PMP PROPERTIES LIMITED COMPANY

ARTICLE I

Name and Duration

The name of this Limited Liability Company is PMP PROPERTIES LIMITED COMPANY (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Company is 1744 Pine Bay Drive, Lake Mary, Florida 32746, or such other place as the Members of the Company may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 5405 Diplomat Circle, Suite 201, Orlando, Florida 32810. The name of the registered agent at such address is The Center For Professional Legal Services.

ARTICLE IV

Purpose; Character of the Business

The purpose and business of the Company is to engage in the Business (hereunder defined) and to engage in any other lawful business or activity permitted by the Florida Limited Liability Company Act, as amended from time to time. The "Business" of the Company shall include, but not be limited to, the following:

- (a) acquiring real property, directly or indirectly, together with such rights and easements as a majority in interest of the Members deem necessary or desirable;
- (b) obtaining financing and/or equity funds in order to acquire, develop and operate any real property acquired or owned, directly or indirectly, by the Company in accordance with the Operating Agreement or other governing instrument;
- (c) selling, leasing, subleasing, exchanging or otherwise disposing of, or refinancing or additionally financing, all or any portion of the Company's interest in any real or personal property

DIVISION OF CONTRACTORS

acquired or owned, directly or indirectly, by the Company in accordance with the terms and conditions set forth in the Operating Agreement or other governing instrument; and

(d) performing all of its obligations under all agreements to which the Company is a party.

The Company shall not engage in any other business except as provided in the Operating Agreement or other governing instrument.

ARTICLE V

Initial Members

The names and addresses of the initial members of the Company (the "Members") are:

Kaseem G. Penn 1744 Pine Bay Drive Lake Mary, Florida 32746

Kory E. Penn 4360 S. Kirkman Road, Apt. 414 Orlando, Florida 32811

Kai A. H. Moolenaar 1881 Soaring Heights Circle Orlando, Florida 32837

ARTICLE VI

Management By Members

The management of the Company shall be reserved to the Members unless otherwise provided in the Operating Agreement or other governing instrument. Kaseem G. Penn, named as an initial member, shall serve as the initial managing member until the first annual meeting of the Members. The Members may elect, by a majority in interest of the Members, additional managing members of the Company to conduct the business affairs of the Company, all in accordance with the Operating Agreement.

ARTICLE VII

Admission of Additional Members

Additional members may be admitted from time to time only upon the consent of a majority in interest of the Members, and the managing members shall determine the amount and nature of contributions by additional members at the time the additional members are admitted.

ARTICLE VIII

Operating Agreement

The power to adopt, alter, amend or repeal the Operating Agreement or other governing instrument of the Company is vested in the Members as provided in the Operating Agreement or other governing instrument of the Company.

ARTICLE IX

Continuation of Business

The remaining Members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company. The business of the Company may be continued only on the unanimous consent of the remaining Members.

DATED as of the day of May, 2000.

THE CENTER FOR PROFESSIONAL LEGAL SERVICES, Authorized Representative Persad, Esq. Managing Shareholder

STATE OF FLORIDA **COUNTY OF ORANGE**) ss:

The foregoing instrument was acknowledged before me this Tee Persad, Manager, The Center For Professional Legal Services, authorized representative of the Members of the Company. He is personally known to me.

(NOTARY SEAL)

SASHA DLKES My Comin Exp. 7/27/2001 Bonded By Service Ins No. CC666802 Personally Known [] Other L.D.

(Notary Signature)

(Notary Name Printed) **NOTARY PUBLIC**

Commission No. CC666802

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415, the below named 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 PMP PROPERTIES LIMITED COMPANY.
- 2. The name and address of the registered agent and office is: THE CENTER FOR PROFESSIONAL LEGAL SERVICES, 5405 Diplomat Circle, Suite 201, Orlando, Florida 32810.

Having been named as registered agent and to accept service of process for the abovenamed limited liability company at the place designated in this certificate, the undersigned, by and through its duly elected officer, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: May 2, 2000.

THE CENTER FOR PROFESSIONAL LEGAL

SERVICES

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Its: Managing Shareholder