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****175.00 ****125.00

May 10, 2000

Secretary of State
Division of Corporation
PO Box 6327
Tallahassee, FL 32314

RE: Soar Invest, L.L.C.

Dear Sir or Madam:

Enclosed please find Articles of Organization together with a copy relative to the above-mentioned Limited Liability Company. Also enclosed is a Fictitious Name Application and a check in the sum of \$175.00 representing the filing fee in this regard.

Should you have any questions relative to this matter, please do not hesitate to contact me.

Sincerely,

Ronald S. Webster/maa
Ronald S. Webster

RSW/maa
enclosure(s)

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00 MAY 12 4:25:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR
SOAR INVEST, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is SOAR INVEST, L.L.C.

ARTICLE II

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III

The mailing address and street address of the principal office of the Limited Liability Company is 985 N. Collier Blvd., Marco Island, FL 34145.

ARTICLE IV

The street address of the initial registered office of this Limited Liability Company is 985 North Collier Boulevard, Marco Island, FL 34145 and the name of its initial Resident Agent is RONALD S. WEBSTER.

ARTICLE V

Additional members may be admitted and the terms conditions of the admissions shall be that each member consents in writing to the admission of the additional member.

ARTICLE VI


The remaining members of the limited liability company 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 limited liability company upon unanimous consent of the remaining members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The Limited Liability Company is to be managed by a manager. The name and address of the manager who will serve as said manager is:

Manfred Ritter
985 N. Collier Blvd.
Marco Island, FL 34145

X 

Manfred Ritter
Manager, Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

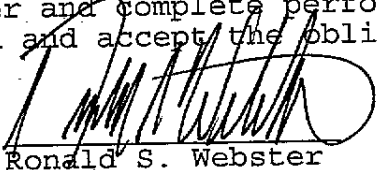
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: SOAR INVEST,
L.L.C.
2. The name and address of the registered agent and office is:

RONALD S. WEBSTER
985 N. Collier Blvd.
Marco Island, Fl 34145

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 the 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.


Ronald S. Webster
Registered Agent

Date: May 10, 2000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 12 AM 12:54

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