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THOMAS B. PUTNAM, JR.
DEBORAH A. RUSTER
STEPHEN R. SENN
ANDREA TEVES SMITH
KEITH H. WADSWORTH
KERRY M. WILSON

June 12, 2000

W.H

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE:

Sedica, L.L.C.

100003290001--0 -06/14/00--01115--012 ****155.00 ****155.00

Dear Sir of Madam:

Enclosed for filing, please find the original and one (1) copy of the Articles of Organization and Acceptance regarding Sedica, L.L.C., together with our check in the amount of \$155.00 for the filing fee. Please return a certified copy of the Articles of Organization and Acceptance to me.

If you have any questions or require further documentation, please contact me.

Sincerely,

Jonn D. Hoppe

JDH/sjg Enclosures

cc:

Barry Higgins

81 :01 MY 1 I NOF 00

ARTICLES OF ORGANIZATION

OF

SEDICA, L.L.C.

DIVISION OF CORPORATIONS

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company (the "Company") shall be SEDICA, L.L.C.

ARTICLE II - DURATION

The limited liability company shall have perpetual duration.

<u>ARTICLE III - PRINCIPAL PLACE OF BUSINESS AND ADDRESS</u>

The principal place of business and the address of the Company in Florida shall be 5577 64th Way North, St. Petersburg, Florida 33709, and its mailing address is the same.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Jonn D. Hoppe, Peterson & Myers, P.A., 100 East Main Street, Lakeland, Florida 33801.

ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager (the "Manager"), and the name of the initial Manager is Barry A. Higgins. The signature of a Manager of the Company signing on behalf of the Company may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the consent of the Members as provided in the Operating Agreement.

ARTICLE VII - OPERATING AGREEMENT

The members of the Company shall hereafter adopt an Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

STATE OF FLORIDA
COUNTY OF PINALLAS

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Barry A. Higgins, who [1] is personally known to me or who [1] has produced _______ as identification.

WITNESS my hand and official seal this **3** day of June, 2000.

(NOTARIAL SEAL)

CATHERINE E. SHADE

MY COMMISSION # CC 909888

EXPIRES: February 14, 2004

Bonded Thru Budget Notary Services

Notary Public

My Commission Expires:

02/14/2004

ACCEPTANCE

Having been named to accept service of process for SEDICA, L.L.C. at the place designated as stated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this to day of June, 2000.

JONN D. HOPPE

Registered Agent