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CLEARWATER, FLORIDA 33756

J. MARVIN GUTHRIE
BOARD CERTIFIED IN TAXATION

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(727) 449-1600
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July 28, 2000

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32301

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-08/02/00--01039--004
****165.75 ****165.75

Re: P. W., LLC

Dear Sir or Madam:

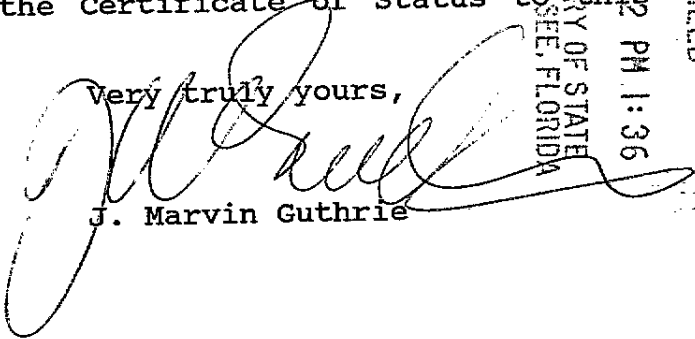
Enclosed herewith for filing are the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the above-referenced limited liability company.

Also enclosed is this firm's check made payable to your order in the amount of \$165.75 to cover the following:

Filing Fee	\$100.00
Registered Agent Fee	25.00
Certified Copy (4 pgs. @ \$8.75	35.75
Certificate of Status	5.00
	<u>\$165.75</u>

We would appreciate your forwarding the certified copy of the Articles of Organization and the Certificate of Status to this office.

Name Availability	Articles of Organization	
Document Examiner	DCC	
Updater	DCC	
Ultrastar Verifier	JMG:scd	DCC
Acknowledgement	Enclosures	
W. P. Verifier	cc: Robert Alli	DCC

Very truly yours,

J. Marvin Guthrie

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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L00000009422

ARTICLES OF ORGANIZATION

OF

P. W., LLC

I.

NAME.

The name of this limited liability company shall be
P. W., LLC.

II.

ADDRESS

The initial principal office and mailing address of the
company shall be 1660 Gulf Boulevard, #201, Clearwater, FL
33767.

III.

PURPOSE

This company is organized to engage in any activity of
business permitted under the laws of the United States or of
this State.

IV.

TERM OF EXISTENCE

This company shall begin existence as of the date of
filing and shall exist perpetually.

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TALLAHASSEE, FLORIDA

V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this company is 1660 Gulf Boulevard, #201, Clearwater, Florida, 33767, and the name of the initial registered agent of this company at that address is Robert Alli.

VI.

MANAGEMENT

This company is to be managed by one or more managers and will be a manager managed company.

VII.

RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT

If a provision of these Articles of Organization differs from a provision of the company's operating agreement, then, to the extent allowed by law, the operating agreement will govern.

VIII.

INDEMNIFICATION

The company shall indemnify any manager or member or any former manager or member, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has executed these Articles of Organization and affirms under the penalties of

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SUITE 101
CLEARWATER, FLORIDA 33756
(727) 449-1600

perjury that the facts stated herein are true, this 28th day of July, 20 .


Robert Alli

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. MARVIN GUTHRIE,
P. A.
ATTORNEY AT LAW
1230 MYRTLE AVENUE SOUTH
SUITE 101
CLEARWATER, FLORIDA 33756
(727) 449-1800


**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is P. W., LLC.
2. The name and the Florida street address of the registered agent are:

Robert Alli
1660 Gulf Boulevard #201
Clearwater, FL 33767

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.



Robert Alli

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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