Law Offices of
E. MARK BREED III, P.A.
325 North Commerce Avenue
Sebring, Florida 33870

E. MARK BREED III
THOMAS L. NUNNALLEE

Telephone (863) 382-3154
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August 18, 2000

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314-6327

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-08/21/00--01128--004
****155.00 ****155.00

RE: SOMERS INVESTMENTS, L.C.

Gentlemen:

Enclosed for filing is an original and copy of Articles of Organization for the above named limited liability company. Please return to this office one (1) certified copy of said Articles.

Also enclosed, please find a check in the amount of $155.00, representing the fees for filing, for designation of registered agent and for a certified copy of the Articles.

Your assistance and cooperation in this matter will be appreciated.

FILED
00 AUG 21 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

THOMAS L. NUNNALLEE

Name Availability

TLN/lw
Enclosures
~~wpkp/corp-ltr~~

Acknowledgement

W. P. Verifyer

① mailing address

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8 pages

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 25, 2000

THOMAS L. NUNNALLEE
C/O E. MARK BREED III, P.A.
325 NORTH COMMERCE AVENUE
SEBRING, FL 33870

SUBJECT: SOMERS INVESTMENTS, L.C.
Ref. Number: W00000021020

We have received your document for SOMERS INVESTMENTS, L.C. and your check(s) totaling $155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 600A00045693

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
SOMERS INVESTMENTS, L.C.

The undersigned certifies that he has associated with Anita M. Somers together for the purpose of being a limited liability company under the laws of the State of Florida, providing for the information, rights, privileges, and immunities of limited liability companies for profit. He further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be SOMERS INVESTMENTS, L.C., and its principal office shall be located at 6353 U.S. 27 South in the City of Sebring, County of Highlands , State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address is the same.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorizes under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporation, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the state of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV
MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: James E. Somers, residing at 24 Lake June in Winter Drive, Lake Placid, Florida 33852 and Anita M. Somers, residing at 24 Lake June in Winter Drive, Lake Placid, Florida 33852.

ARTICLE V
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members

ARTICLE VI
CAPITAL CONTRIBUTIONS

Capital contributions in the amount of $174,250.00 cash shall be paid to the limited liability company by the two members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VIII
PROFITS AND LOSSES

(a)*Profit Sharing.* The members shall be entitled to the net profits arising form the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being August 29, 2000.

(b)*Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII
DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 6353 U.S. 27 South, City of Sebring, County of Highlands, State of Florida, and the name of the company's initial registered agent at that address is James E. Somers.

The undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articeles of Organization of Somers Investments L.C.

Executed by the undersigned at Sebring, Florida on this 18th day of August, 2000.

James E. Somers

JAMES E. SOMERS

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 18th day of August, 2000, by James E. Somers, who is personally known to me X or who has produced ______________________ as identification.

NOTARY PUBLIC, State of Florida

My Commission Expires:
wpibm/artorg.tln

THOMAS L. NUNNALLEE
MY COMMISSION # CC 845469
EXPIRES: September 11, 2003
Bonded Thru Notary Public Underwriters

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the article of organization of Somers Investments, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and 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 his duties, and is familiar with and accepts the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.

James E. Somers

JAMES E. SOMERS
Registered Agent

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TALLAHASSEE, FLORIDA