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Law Offices

SCOT A. SILZER



SUITE 3-1142
LAKEVIEW OFFICE PARK
1155 SOUTH SEMORAN BLVD.
WINTER PARK, FLORIDA 32792

TELECOMMUNICATIONS:
E-MAIL: silzer@ix.netcom.com
FACSIMILE: 407-679-0101
TELEPHONE: 407-679-1973

August 22, 2000

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

Re: PROFLOA, LLC

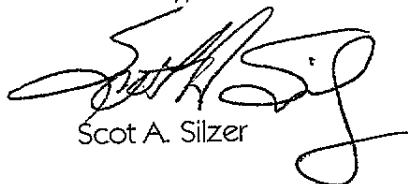
Dear Sir/Madam:

Enclosed for filing are the original and a copy of the Articles of Organization for the above Company and filing fees of \$143.75 as follows:

\$100.00	Articles of Organization
35.00	Registered Agent
8.75	Certified Copy
<u>\$143.75</u>	

Please do not hesitate to contact me should you have any questions regarding this matter.

Sincerely,



Scot A. Silzer

Enclosures

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-08/23/00--01095--003
****143.75 ****130.00

000003369990--1
-09/08/00--01066--001
*****25.00 *****25.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 30, 2000

SCOT A. SILZER
1155 S SEMORAN BLVD
SUITE 3-1142
WINTER PARK, FL 32792

SUBJECT: PROFLORA, LLC
Ref. Number: W00000021352

We have received your document for PROFLORA, LLC and check(s) totaling \$143.75. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$25.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 900A00046398

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF
PROFLORA , LLC
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the Limited Liability Company is Proflora, LLC, with a principal office and mailing address of 335 Minneola Drive, Orlando, FL 32835.

ARTICLE II. DURATION AND PURPOSE

The period of the Limited Liability Company's duration shall be perpetual. The purpose of the Limited Liability Company is to engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

ARTICLE III. MEMBERS

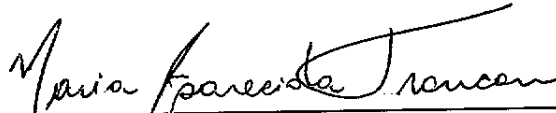
- A. The members shall have the right to admit additional members upon terms and conditions to be determined at a later date.
- B. The members shall have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or an occurrence or any other event terminating the continued membership of a member of the Limited Liability Company.

ARTICLE IV. REGISTERED AGENT

- A. The name and address of the initial registered office and agent of this Limited Liability Company is Maria A. Troncon, 335 Minneola Dr., Orlando, FL 32835.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- B. The undersigned, having been named to accept service of process for **Proflora, LLC** at the place designated in the Articles of Organization, hereby agree to act in this capacity. I also agree to comply with the provisions of all statutes pertaining to the proper and complete performance of my duties and am familiar with and accept the obligations of my position as Registered Agent as provided in Chapter 608, Florida Statutes.



Registered Agent

ARTICLE V. POWER AND AUTHORITY

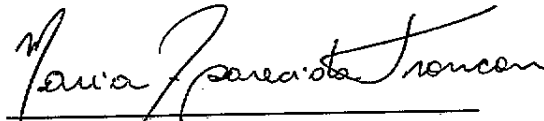
The Limited Liability Company shall have all the rights and powers now or hereafter conferred on Limited Liability Companies by the laws of the State of Florida.

ARTICLE VI. MANAGEMENT

The management of the Limited Liability Company is reserved to the following member:

Maria A. Troncon, 335 Minneola Dr., Orlando, FL 32835.

IN WITNESS WHEREOF, the undersigned Member of this Limited Liability Company, has executed these Articles of Organization, this 21st day of August, 2000; and in so doing affirms under penalty of perjury in accordance with Section 608.408(3), Florida Statutes, that the facts stated herein are true.



Maria A. Troncon
335 Minneola Drive
Orlando, FL 32835

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TALLAHASSEE, FLORIDA