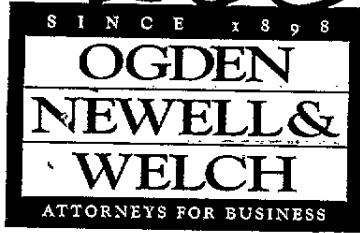


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3.



LAURA H. PULLIAM

DIRECT DIAL (502) 560-4217
DIRECT FAX (502) 627-8717

lpulliam@ogdenlaw.com

1700 CITIZENS PLAZA
500 WEST JEFFERSON STREET
LOUISVILLE, KENTUCKY 40202-2874
(502) 582-1601
FAX (502) 581-9564

October 6, 2000

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

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-10/11/00--01063--004
****125.00 ****125.00

Re: Meyerfam, LLC
Our File No. 31164/1

Dear Sir/Madam:

Enclosed for filing is an original of the Articles of Organization of Meyerfam, LLC, as well as a copy to be file stamped and returned to me in the enclosed stamped self-addressed envelope. Also enclosed is a check in the amount of \$125.00 made payable to the Florida Secretary of State in payment of the filing fee.

If you have any questions or need additional information, please feel free to call me. Thank you for your assistance in this matter.

Sincerely,


Laura H. Pulliam

LHP/srb
Enclosures

FILED
00 OCT 11 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtu
10/16

**ARTICLES OF ORGANIZATION
OF
MEYERFAM, LLC**

The undersigned, acting pursuant to Section 608.407 of the Florida Limited Liability Company Act, desiring to form a limited liability company pursuant thereto, does prepare and file these articles of organization:

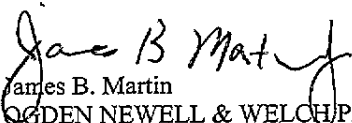
1. The name of the limited liability company is **Meyerfam, LLC**.
2. The duration of the limited liability company shall be perpetual, save and until its dissolution in accordance with the Florida Limited Liability Company Act and the operating agreement of the limited liability company.
3. The street address of the principal place of business of the limited liability company is 8954 Dorchester Street, Ft. Myers, Florida 33907.
4. The name and street address of the initial registered agent of the limited liability company is James V. Meyer, 8954 Dorchester Street, Ft. Myers, Florida 33907.
5. The members of the limited liability company may admit additional members, and condition the admission of additional members, to the limited liability company, as are set forth in the operating agreement of the limited liability company.
6. The limited liability company shall not undergo dissolution upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which constitutes the continued membership of a member in the limited liability company.
7. The management of the limited liability company is reserved to the members in accordance with the operating agreement of the limited liability company. The authority of the members shall be exercised in accordance with the operating agreement of the limited liability company.
8. Except as otherwise provided by Florida law, no member, manager, agent or employee of the limited liability company shall be personally liable for the debts, obligations or liabilities of the limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

FILED
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SECRETARY OF STATE
TALLAHASSEE
FLORIDA

Date: 10/6/00

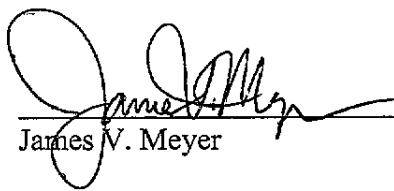

James B. Martin, Organizer

This instrument prepared by:


James B. Martin
OGDEN NEWELL & WELCH PLLC
1700 Citizens Plaza
500 West Jefferson Street
Louisville, Kentucky 40202
Phone: (502) 582-1601

Consent of Initial Agent for Service of Process to Serve

I, James V. Meyer, having a business address of 8954 Dorchester Street, Ft. Myers, Florida 33907, do hereby accept the appointment as registered agent for Meyerfam, LLC and, in connection therewith, I do state that I am familiar with and accept the obligations of this position.


James V. Meyer

201107.1

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00 OCT 11 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA