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TRANSMITTAL MEMORANDUM

To: Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Date: December 5, 2000

Re: RINEHART PROPERTIES
LIMITED LIABILITY COMPANY

File No. W-50,889

DOCUMENTS OR PAPERS LISTED BELOW ARE ENCLOSED:

1. Original Articles of Organization.
2. Check for \$155.00, covering;
\$100.00 Filing Fee
25.00 Registered Agent
30.00 Certified Copy

EFFECTIVE DATE
1-1-01

800003191100-7
-12/08/00-01016-013
***155.00 ***155.00

PLEASE TAKE THE FOLLOWING ACTION:

Please file the Articles and return one certified copy to us as soon as possible.

THANK YOU.

STENSTROM, McINTOSH, COLBERT, WHIGHAM & SIMMONS, P.A.
Attorneys at Law
Suite 22, Sun Bank
Post Office Box 4848
Sanford, Florida 32772-4848
Telephone: (407) 322-2171
Orlando Exchange: (407) 834-5119
FAX: (407) 330-2379

/s/ FRANK C. WHIGHAM

FRANK C. WHIGHAM, ESQUIRE

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
RINEHART PROPERTIES, L.L.C.**

We, the undersigned as organizers and members of a L.L.C., under the Florida L.L.C. Act, adopt the following Articles of Organization for such L.L.C.:

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be **RINEHART PROPERTIES, L.L.C.**

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office of this limited liability company is **272 E. Graves Ave., Orange City, FL 32763**, and the mailing address shall be the same. This limited liability company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE III
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is **272 E. Graves Ave., Orange City, FL 32763**, and the name of the company's initial registered agent at that address is **JAMES T. CROWTHER**.

**ARTICLE IV
MEMBERS AND MANAGEMENT**

The management of the company is reserved to the members of the company, in proportion to their contribution to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this company shall be vested in the members of the company.

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The names and addresses of the members of the company are:

JAMES T. CROWTHER
1726 Bridgewater Dr.
Heathrow, FL 32746

LAWRENCE DUFFY
4 Old Post Road
Longwood, FL 32779

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this company shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE V DURATION

The period of duration for this company shall be perpetual from the effective date of this company which effective date shall be January 1, 2001.

IN WITNESS WHEREOF, the undersigned organizers have executed these Articles of Organization of RINEHART PROPERTIES, L.L.C. on this 30th day of November, 2000.

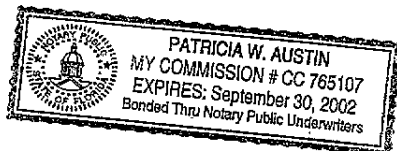

JAMES T. CROWTHER

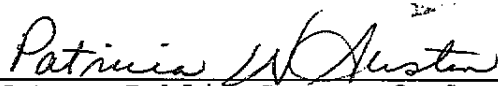

LAWRENCE DUFFY

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

The foregoing instrument was acknowledged before me by JAMES T. CROWTHER and LAWRENCE DUFFY, personally known to me, or who provided Florida Driver's License as identification, this 30th day of November, 2000.

(Affix notarial seal)




Notary Public-State of Florida,
Print Name: PATRICIA W. AUSTIN

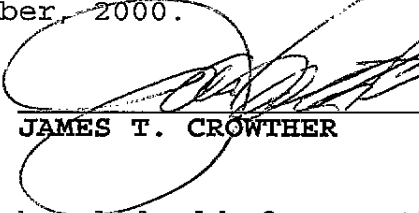
STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

Pursuant to the provisions of Section 608.415 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

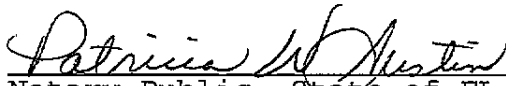
1. The name of the company is **RINEHART PROPERTIES, L.L.C.**
2. The name of the registered agent for **RINEHART PROPERTIES, L.L.C.**, is **JAMES T. CROWTHER**, and the street address of the company's principal office where the agent is located is 272 E. Graves Ave., Orange City, FL 32763.
3. This statement is to acknowledge that, as indicated above, **RINEHART PROPERTIES, L.L.C.**, has appointed me, **JAMES T. CROWTHER**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 30th day of November, 2000.


JAMES T. CROWTHER

The foregoing instrument was acknowledged before me this 30th day of November, 2000, by **JAMES T. CROWTHER**, agent on behalf of **RINEHART PROPERTIES, L.L.C.**, a Limited Liability Company. He is personally known to me or provided Florida Driver's License as identification.

(Affix Notary Seal)


Notary Public; State of FL
Print Name: PATRICIA W. AUSTIN

