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TD Investments, L.L.C. 18840 U.S. 19 N., Suite 422 Clearwater, Florida 33764 (727) 531-1242

December 28, 2000

Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, Florida 32399

Federal Express 850-487-6051

Re:

TD Investments, L.L.C.

To Whom It May Concern:

Please find enclosed Articles of Organization for Florida Limited Liability Company for TD Investments, L.L.C. I have also enclosed a check for filing fee in the amount of \$125.00. Please send a letter of acknowledgment to the undersigned at the above address. Thank you for your assistance with this matter.

Very truly yours,

Thomas F. Patten

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TFP/lmc/129317 Enclosures as stated.

PODEC 29 PH 5: 00
SECRETARY OF STATE

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

TD Investments, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

18840 U.S. 19 N., Suite 422 Clearwater, Florida 33764

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Thomas F. Patten
Name

18840 U.S. 19 N., Suite 422
Florida street address (P.O. Box NOT acceptable)

Clearwater, Florida 33764
City, State, and Zip

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 as provided for in Chapter 608, F.S.

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager – managed company.

Article V - Effective Date:

The effective date of this limited liability company is December 29, 2000.

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Thomas F. Patten, Member

Typed or printed name of signee

Filing Fees:

\$100.00 Fling Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)