



THE UNITED STATES
CORPORATION
COMPANY

LD10000005712

ACCOUNT NO. : 072100000032

REFERENCE : 113812 7145323

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 12, 2001

ORDER TIME : 11:19 AM

ORDER NO. : 113812-005

CUSTOMER NO: 7145323

CUSTOMER: Mr. Wade Boyette
Gray, Harris, Robinson,
Hovis, Boyette & Crawford
Bankfirst Building, 2nd Floor
1380 Grand Highway
Clermont, FL 34711

200003995082--7
-04/12/01--01098--018
****125.00 ****125.00

DOMESTIC FILING

NAME: PLANNED GIVING COMPANY, L.L.C.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133
EXAMINER'S INITIALS:

APPROVED
AND
FILED
01 APR 12 PM 2:33
PLANNED GIVING COMPANY
1380 GRAND HIGHWAY
CLERMONT, FL 34711

RECEIVED
01 APR 12 PM 12:44
DIVISION OF CORPORATION

JB
4-12-01

ARTICLES OF ORGANIZATION
of
PLANNED GIVING COMPANY, L.L.C

The undersigned hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this limited liability company is PLANNED GIVING COMPANY, L.L.C., and its principal office and mailing address is located at 11312 Dead River Road, Tavares, FL 32778-4801.

ARTICLE II

DURATION

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

ARTICLE III

PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL CONTRIBUTIONS

The total amount of cash and property contributed to this limited liability company by its members upon the filing of these Articles of Organization is One Hundred (\$100) Dollars. There are no additional contributions which have been agreed upon by the members at the time of the filing of these Articles of Organization. The members are free to agree upon additional contributions to this limited liability company at any point in the future.

ARTICLE V
MEMBERSHIP

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

ARTICLE VI
DISSOLUTION

The limited liability company will dissolve as provided in the Operating Agreement executed by and among the members.

ARTICLE VII
MANAGEMENT

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial manager, who shall serve until his replacement or until the first annual meeting of members and their successors are elected and qualified, shall be Edd Holder.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of this limited liability company's initial registered office is 11312 Dead River Road, Tavares, Fl 32778-4801 and the name of this limited liability company's initial registered agent is . Edd Holder

The undersigned, being an original member of the limited liability company, hereby certify that the foregoing constitutes the Articles of Organization of PLANNED GIVING COMPANY, L.L.C..

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization for this limited liability company this 11th day of April, 2001

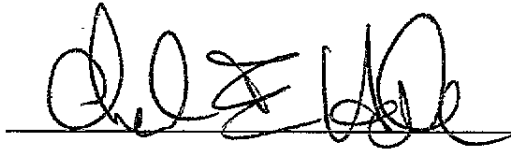


Member

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Edd Holder, am familiar with and hereby accept the appointment as Registered Agent for PLANNED GIVING COMPANY, L.L.C., as set forth in the Articles of Organization filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 11 day of April, 2001.

A handwritten signature in black ink, appearing to read "Edd Holder", written over a horizontal line.

APR 12 PM 2:53
PLANNED GIVING COMPANY
LLC