

L01000008527

Jeffrey B. Lathe
5738 Peachwood Court
Jupiter, Florida 33458

5/25

May 22, 2001

VIA PRIORITY MAIL - DELIVERY CONFIRMATION

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

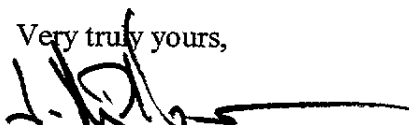
300004323133--8
-05/25/01--01040--004
****125.00 ****125.00

Re: Cedar Creek Resources, LLC

Gentlemen:

I am enclosing original Articles of Organization, along with a cashier's check for \$125.00 for the filing fee and fee for designation of Registered Agent. Please record and send me a letter of acknowledgment. Thank you for your assistance.

Very truly yours,


Jeffrey B. Lathe

JBL/wp
Enclosure

FILED
01 MAY 25 PM 5:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR CEDAR CREEK RESOURCES, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: **Cedar Creek Resources, LLC**

ARTICLE II - Address:

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

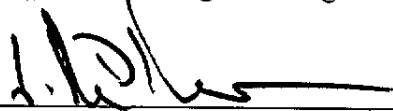
**319 Clematis Street
Suite 701
West Palm Beach, Florida 33401**

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

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

**Jeffrey B. Lathe
319 Clematis Street, Suite 701
West Palm Beach, Florida 33401**

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..

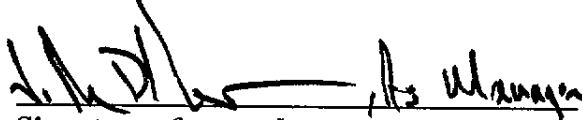


Registered Agent's Signature

**FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE IV - Management (Check box if applicable.)

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



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.)*

JEFFREY B. LATHE, AS MANAGER

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)