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WATKINS LAW FIRM, P.A.

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June 22, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: TALLYHO INVESTMENTS, L.C.

600004447386--0
-06/27/01--01044--001
****155.00 ****155.00

Dear Sir or Madam:

W01-15177

Enclosed for filing please find the original and one copy of the Articles of Organization for the above-referenced Limited Liability Company. Also enclosed is our firm's check in the amount of \$ 155.00 which represents the following:

\$100.00 Filing Fee
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy

Once the Articles have been filed, please forward a certified copy to my attention as soon as possible in the self-addressed, postage-paid envelope. Should you have any questions, please do not hesitate to call me.

Sincerely,

WATKINS LAW FIRM, P.A.

By


Allan C. Watkins

FILED
01 JUL 13 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACW/wf
Enclosures

mt
7/13



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 2, 2001

WATKINS LAW FIRM P.A.
ALLAN C WATKINS
707 N. FRANKLIN ST., STE 750
TAMPA, FL 33602

SUBJECT: TALLYHO INVESTMENTS, L.C.
Ref. Number: W01000015177

We have received your document for TALLYHO INVESTMENTS, L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays
Document Specialist

Letter Number: 801A000394

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
TALLYHO INVESTMENTS, L.C.**

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be **TALLYHO INVESTMENTS, L.C.**, ("Company").

**ARTICLE II
ADDRESS**

The principal places of business and mailing address is 9020 Rancho Del Rio Drive, Suite 105, New Port Richey, FL 34655.

**ARTICLE III
DURATION**

The Company shall commence its existence on the date of these Articles of Organization are filed with the Florida Department of State. The Limited Company's existence shall be perpetual, unless it is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV
PURPOSES AND POWERS**

The general purpose for which the Limited Company is to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Limited Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The name and the street address of the Registered Agent of the Company in Florida is Mr. William G. Eichhorn, 2201 South Valrico Road, Valrico, FL 33594.

**ARTICLE VI
CAPITAL CONTRIBUTIONS**

The Members of the Company shall contribute to the capital of the Company the cash or property or services to be performed as set forth as follows:

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TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Capital Contribution</u>
LPR Innovating, Inc. 10617 Jumper Court New Port Richey, FL 33594	\$ 5,000.
William G. Eichhorn 2201 South Valrico Road Valrico, FL 33594	\$ 5,000.

ARTICLE VII ADDITIONAL CAPITAL CONTRIBUTIONS

Each Member shall make additional capital contributions to the Limited Company at such times and in such amounts as may be provided in the regulations adopted by the Members or, in lieu thereof, only upon the unanimous consent of all Members.

ARTICLE VIII ADMISSION OF NEW MEMBERS (Transferability of Interest)

No additional Members shall be admitted to the Limited Company except with the unanimous written consent of all the Members of the Limited Company and upon such terms and conditions as shall be determined by all the Members. A Member may transfer his or her interest in the Limited Company as set forth in the regulations of the Limited Company, but the transferee shall have no right to participate in the management of the business and affairs of the Limited Company or become a Member unless all other Members of the Limited Company other than the Member proposing to dispose of his or her interest approve the proposed transfer by unanimous written consent.

ARTICLE IX TERMINATION OF EXISTENCE (Continuity of Life)

The Limited Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event that terminates the continued membership of a Member of the Limited Company, unless the business of the Limited Company is continued by the consent of a majority interest of the remaining Members, provided that there are at least two remaining Members.

ARTICLE X MANAGEMENT BY MEMBERS

The Limited Company shall be managed by the Members in accordance with regulations adopted by the Members for the management of the business and affairs of the Limited Company. These regulations may be contained in any provisions for the regulation and management of the affairs of the Limited Company not inconsistent with law or these Articles of Organization. The names and addresses of the managing Members of the Limited

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Company are:

Name

Address

LPR Innovating, Inc.

10617 Jumper Court
New Port Richey, FL 34655

William G. Eichhorn

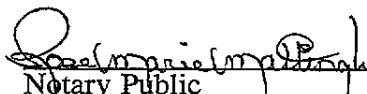
2201 South Valrico Road
Valrico, FL 33594

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization for the foregoing uses and purposes this 22nd day of June, 2001.


William G. Eichhorn

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 22nd day of June, 2001, by William G. Eichhorn, who is personally known to me or who has produced _____, as identification and who did take an oath.


Notary Public
Print: Rose Marie Mattingly
My Commission Expires: Feb 15, 2005

ROSE MARIE MATTINGLY
Notary Public, State of Florida
My comm. exp. Feb 15, 2005
Comm. No. DD 1778

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TALLAHASSEE

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of TALLYHO INVESTMENTS, L.C., as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.

William G. Eichhorn


REGISTERED AGENT