

GREGORY L. GRESHAM

ATTORNEY AT LAW

1602 W SLIGH AVENUE, SUITE 300

TAMPA, FL 33604

(813) 932-6400

July 30, 2001

Division of Corporations
Florida Department of State
P O Box 6327
Tallahassee, Florida 32314

LO1000012889

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-08/01/01--01078--005
****130.00 ****130.00

Re: New Limited Liability Company
HEIDI ELLSWORTH, LLC

MJH

Enclosed are the Articles of Organization and Certificate naming the Agent for the above referenced limited liability company which are being forwarded to you in duplicate.

Enclosed is my check number 430 in the amount of \$130.00 in payment of the fees for the above filing and services.

Please file these documents and return to me a stamped copy of Articles of Organization and Certificate of Status.

Thank you.

Sincerely,


Gregory L. Gresham

Enclosures

FILED
01 AUG - 1 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HEIDI ELLSWORTH, LLC**

ARTICLE I

NAME: The name of this limited liability company is:

HEIDI ELLSWORTH, LLC

ARTICLE II

PURPOSE: This limited liability company is organized for the purpose of transacting any and all lawful business.

ARTICLE III

MANAGEMENT: The limited liability company is to be managed by one or more managers and is therefore, a manager – managed company.

ARTICLE IV

ADMISSION OF ADDITIONAL MEMBERS: Additional members may be admitted only upon the unanimous vote of the existing members.

ARTICLE V

PRINCIPAL OFFICE: The principal office address and the mailing address of the limited liability company are:

15928 Ellsworth Drive
Tampa, FL 33647

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of the limited liability company are:

Eugene F. Congdon
15928 Ellsworth Drive
Tampa, FL 33647

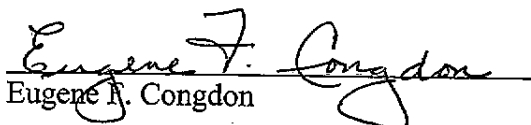
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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

FILING MEMBER: The name and address of the persons signing these Articles of Organization as an agent for a member is:

Eugene F. Congdon
15928 Ellsworth Drive
Tampa, FL 33647

IN WITNESS WHEREOF, the undersigned named agent for the filing member has executed these Articles of Organization this 30th day of July, 2001, and acknowledges that in accordance with Section 608.408(3) Florida Statutes, the execution of this document constitutes an affirmation under the penalty of perjury that the facts stated herein are true.

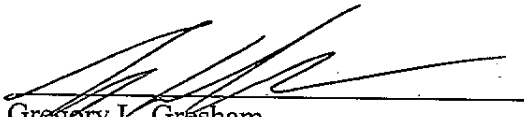

Eugene F. Congdon

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th day of July, 2001, by Eugene F. Congdon, who personally appeared before me at the time of notarization, and who is personally known to me.

NOTARY PUBLIC - STATE OF FLORIDA



Sign: 
Print: Gregory L. Gresham
Address: 1602 W Sligh Avenue, Suite 300
Tampa, FL 33604

HEIDI ELLSWORTH, LLC

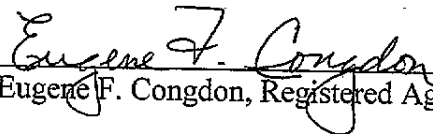
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapter 608.415, Florida Statutes, the following is submitted:

That HEIDI ELLSWORTH, LLC, desiring to organize under the laws of the State of Florida, with its principal office at 15928 Ellsworth Dr., Tampa, FL, 33647, has named Eugene F. Congdon, whose address is 15928 Ellsworth Drive, Tampa, FL, 3647, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above named 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 in Chapter 608, Florida Statutes.


Eugene F. Congdon, Registered Agent