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BRADENTON, FLORIDA 34206

August 21, 2001

823

MJH

Secretary of State
Corporations Division
Post Office Box 5588
Tallahassee, Florida 32314

Re: Tugoons, L.L.C. Articles of Organization

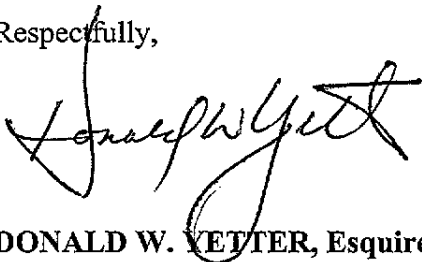
700004551917--3
-08/23/01--01031--007
****125.00 ****125.00

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization for Tugoons, L.L.C. and my client's check number 583 in the amount of \$125.00 to cover the filing cost thereof.

Please file the original and return a copy to me along with the Certificate of Organization.

Respectfully,



DONALD W. YETTER, Esquire

DWY/fs

Enclosures

FILED
01 AUG 23 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS INSTRUMENT PREPARED BY:
DONALD W. YETTER, Esquire
1111 - 9th Avenue West, Suite B
Post Office Box 9335
Bradenton, Florida 34206
941/749-1402

FILED
01 AUG 23 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

TUGOONS, L.L.C.

ARTICLE I - NAME

THE NAME OF THIS Limited Liability Company shall be TUGOONS,
L.L.C.

ARTICLE II - ADDRESS

THE MAILING ADDRESS and street address of the principal
office of the Limited Liability Company shall be 4949 State Road
64 East, Suite 201, Bradenton, Florida 34208.

ARTICLE III - DURATION

THE PERIOD OF DURATION for this Limited Liability Company
shall be until (i) the death, retirement, resignation and/or
dissolution of a member of the Limited Liability Company; (ii) the
occurrence of any other event that terminates the continued
membership of a member in the Limited Liability Company; (iii) the
Limited Liability Company is dissolved in a manner provided by
law; or (iv) as further provided in the regulations of the Limited
Liability Company as adopted by the members. The members of the
Limited Liability Company shall have a right to continue the
business of the Limited Liability Company on the unanimous consent
of the remaining members.

ARTICLE IV - MANAGEMENT

THIS LIMITED LIABILITY COMPANY is to be managed by "Managers" and the names and Addresses of the persons or entities who are to serve as such Managers are:

TIMOTHY J. BOOTH
4949 St. Road 64 East, Suite 201
Bradenton, Florida 34208

MICHAEL D. MAGOWAN
4949 St. Road 64 East, Suite 201
Bradenton, Florida 34208

ARTICLE V - MEMBERSHIP RESTRICTIONS

MEMBERS OF THE LIMITED Liability Company shall have a right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of such members admission to this Limited Liability Company.

A MEMBER'S INTEREST in this Limited Liability Company may not be sold or otherwise transferred except with the unanimous written consent of all of the members of the Limited Liability Company.

ON THE DEATH, RETIREMENT, resignation or dissolution of a member of this Limited Liability Company, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members of the Limited Liability Company shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

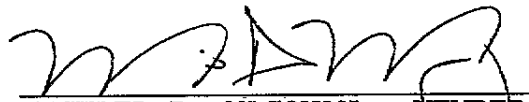
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

THE STREET ADDRESS of the initial Registered Office of this Limited Liability Company is 4949 State Road 64 East, Suite

201, Bradenton, Florida 34208. The name of the Limited Liability Company's initial Registered Agent at that Address is LISA KARR.

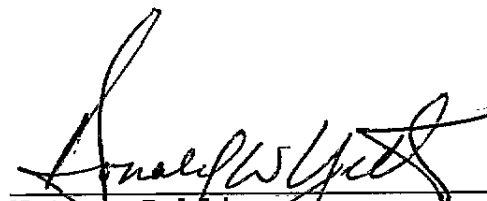
THE UNDERSIGNED BEING an original member of this Limited Liability Company certifies that this instrument constitutes the proposed Articles Of Organization of TUGOONS, L.L.C.

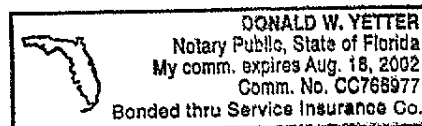
EXECUTED BY THE undersigned in Bradenton, Manatee County, Florida, on August 21, 2001.


MICHAEL D. MAGOWAN - MEMBER

STATE OF FLORIDA
COUNTY OF MANATEE

THE FOREGOING instrument was acknowledged before me on this 21st day of August, 2001, by MICHAEL D. MAGOWAN, who is personally known to me or who produced a valid Drivers License issued by the State of Florida as identification.


Notary Public
Print Name:
My Commission Expires:
My Commission Number:



ACCEPTANCE OF REGISTERED AGENT

PURSUANT to Section 608.407(2), Florida Statutes, the following is submitted in compliance with said statute: That TUGOONS, L.L.C., desiring to organize under the laws of the State of Florida with its principal office as indicated in the foregoing Articles Of Organization, in the County of Manatee, State of Florida, has named LISA KARR, whose Address is 4949 State Road 64 East, Suite 201, Bradenton, Florida 34208, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

HAVING been named to accept service of process for TUGOONS, L.L.C., at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said statute, relative to keeping open said office.

DATED: August 21, 2001.

REGISTERED AGENT:

A handwritten signature in black ink, appearing to read "Lisa Karr", is written over a horizontal line.

LISA KARR