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ACCOUNT NO.: 072100000032

REFERENCE: 594557 122370A

AUTHORIZATION : _

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ORDER DATE: December 6, 2001

ORDER TIME : 10:27 AM

ORDER NO. : 594557-005

CUSTOMER NO: 122370A

CUSTOMER: Cynthia Cox, Legal Asst

Stephen G. Watts, P.a.

809 Druid Road

Clearwater, FL 33756

DOMESTIC FILING

NAME:

LOVE'S LURES, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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AND TILES

ARTICLES OF ORGANIZATION OF

LOVE'S LURES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of ORGANIZATION.

ARTICLE I - NAME

The name of the limited liability company shall be Love's Lures, LLC. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 6531 43rd Street North, #1609, Pinellas Park, FL 33781..

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is **Thomas** E. Morgan, 2437 Anthony Avenue, Clearwater, FL 33759.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or proper forth in Exhibit "A."

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

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

APPROVEG AND FILED

EXHIBIT "A"

1. T.J. Sunset Landings, Inc. \$45,000.00

2. Stephen D. Love 6,600.00

. William B. Love 6,875.00

OLDEC - 5 PM 12: 17 SECRETARY OF STATE

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is .

Name: Thomas E. Morgan	Address: 2437 Anthony Ave. Clearwater, FL 33756
Name:	Address:
IN WITNESS WHEREOF, the unders Organization at Pinellas County, Florida, on the	igned organizers have made and subscribed these Articles of his day of November, 2001.
	T.J. Sunset Landing, Inc. By Thomas E. Morgan Stephen D. Love William B. Love ALCE AL
STATE OF FLORIDA COUNTY OF PINELLAS Sworn to and subscribed before me to personally known to me or who produced Cynthia Y Cox My Commission CC841141 Expires May 31, 2003	this 30 day of November, 2001, by Thomas E. Morgan,
STATE OF FLORIDA COUNTY OF PINELLAS Sworn to and subscribed before me the personally known to me or who produced Plants	nis 30 day of November, 2001, by Stephen D. Love, AD/L as identification.

My Commission CC841141 Expires May 31, 2003 NOTARY PUBLIC STATE OF FLORIDA NAME: CYNTHIA Y. COX

STATE OF FLORIDA COUNTY OF PINELLAS

Sworn to and subscribed before me this day of November, 2001, by William B. Love, personally known to me or who produced ________ as identification.

Cynthia Y Cox

Wy Commission CC841141

Expires May 31, 2003

NOTARY PUBLIC STATE OF FLORIDA NAME: CYNTHON Y COX

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the personal named in the articles of organization of **Love's Lures**, **LLC**, as the registered agent of this limited liability company, hereby consents to accept the service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the property and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

Thomas E. Morgan

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SECRETARY OF STATE
TALL AHASSEE, FLORID