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LO100000 21271

December 3, 2001

12/5

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 E. Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

Re: PHILLIPS INVESTMENTS, LLC

MJH
000004705270--9
-12/05/01--01011--007
****155.00 ****155.00

Dear Secretary:

Enclosed herewith are the Articles of Organization for the above-referenced limited liability company together with a check in the amount of \$155.00 to cover the following:

Filing Fees/Registered Agent	\$125.00
Certified Copy	<u>30.00</u>

\$155.00

We would appreciate your filing the Articles, certifying them as the Articles of Organization, and returning them to us.

Sincerely,

Karen J. Prevatt

Karen J. Prevatt

KJP:mar
Enclosures

FILED
01 DEC -5 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
PHILLIPS INVESTMENTS, LLC

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. - NAME

The name of this limited liability company is PHILLIPS
INVESTMENTS, LLC.

ARTICLE II. - ADDRESS OF PRINCIPAL OFFICE

The mailing address and street address of the principal office
of this limited liability company is 6312 Newtown Circle Court A-4,
Tampa, FL 33615.

ARTICLE III. - REGISTERED AGENT

The initial registered agent for this limited liability
company in the State of Florida shall be CHRISTOPHER PHILLIPS,
mailing address and street address is 6312 Newtown Circle Court A-
4, Tampa, Fl 33615.

ARTICLE IV. - CONTINUATION OF EXISTENCE

If the remaining members of the limited liability company are
holding more than fifty percent (50%) of the Percentage Interests
and consent in writing in accordance with the Regulations, the
existence and business of the company may be continued on the
death, retirement, resignation, expulsion, bankruptcy or
dissolution of a member or the occurrence of any other event which

terminates the continued membership of a member.

ARTICLE V. - MANAGEMENT

This limited liability company is a manager-managed company. Its affairs shall be managed by one (1) manager and initial Manager shall be Jeffrey H. Phillips.

ARTICLE VI. - REGULATIONS

The members shall, within ten days from the date of filing these Articles of Organization with the Department of State of the State of Florida, adopt regulations to govern the operation of the limited liability company. The Regulations may thereafter be repealed or altered only upon affirmative vote of the majority-in-interest of the Members.

ARTICLE VII. - EFFECTIVE DATE OF EXISTENCE

The effective date of this limited liability company's existence is date said Articles are filed with the Office of the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 27th day of November, 2001 and hereby acknowledges that in accordance with Section 608.408(3), Florida

Statutes, the execution of this document constitutes an affirmation of under penalties of perjury and that the facts stated herein are true.

Jeffrey H. Phillips
Jeffrey H. Phillips
Organizer

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 27th day of November, 2001, by JEFFREY H. PHILLIPS, who is personally known to me or who has produced California Drivers License as identification and who ~~did~~ (did not) take an oath.

Melissa A. Rose
Printed Name: _____
Notary Public
Serial Number (if any): _____
My Commission Expires: _____



ACCEPTANCE OF REGISTERED AGENT

FOR


PHILLIPS INVESTMENTS, LLC

Having been named in the Articles of Organization of

PHILLIPS INVESTMENTS, LLC

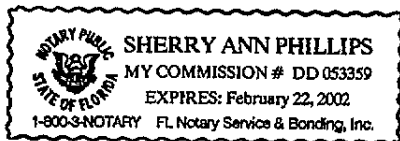
as registered agent and to accept service of process for the above stated limited liability company at its registered office at 6312 Newtown Circle Court A-4, Tampa, FL 33615, the undersigned does hereby accept the appointment as registered agent and agrees to act in this capacity, states that he is familiar with obligations of the registered agent and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and accepts the obligations of his position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated this 27th, day of November, 2001.


Christopher Phillips
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 27th
day of November, 2001, by Christopher Phillips, who is personally
known to me or who has produced N/A as
identification and who did (did not) take an oath.



Sherry Ann Phillips
Printed Name: Sherry Ann Phillips
Notary Public
Serial Number (if any): 053359
My Commission Expires: 2-22-2002