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STONE & GERKEN, P.A.

ATTORNEYS AT LAW

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Mt. Dora, Florida 32757
(352) 357-0330
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LEWIS W. STONE
SCOTT A. GERKEN
JASON E. MERRITT

MAILING ADDRESS:
Post Office Drawer 2048
Eustis, Florida 32727-2048

December 27, 2001

Via Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-12/31/01-01055-014
***155.00 ***155.00

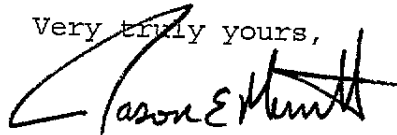
Re: Len Family Properties, L.L.C.

Dear Sirs:

Enclosed please find the original and copy of the Articles of Organization for the above-referenced limited liability company. enclosed is a check in the amount of \$155.00 for the filing fee, designation of registered agent and certified copy.

Please return the certified copy of the filed Articles to me at the above address.

Very truly yours,


Jason E. Merritt

JEM:dm
Enclosures

xc: Mr. Danny Len

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DIVISION OF CORPORATIONS
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1/3/02

EFFECTIVE DATE
12/29/01

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ARTICLES OF ORGANIZATION
OF
LEN FAMILY PROPERTIES, L.L.C.

ARTICLE I
NAME

The name of this Limited Liability Company is LEN FAMILY PROPERTIES, L.L.C.

ARTICLE II
DURATION

This Limited Liability company shall commence on December 29, 2001 or such date that is five business days prior to the date of filing of these Articles with the Secretary of State for the State of Florida and shall have a perpetual existence, unless sooner terminated as provided herein.

ARTICLE III
PURPOSE

This Limited Liability Company is created for the purpose of transacting all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act as agreed upon by the members.

ARTICLE IV
PLACE OF BUSINESS AND REGISTERED AGENT

The principal place of business of this Limited Liability Company shall be 17605 US HWY 441, Mt. Dora, FL 32757, or such other place or places as the members from time to time may determine.

The mailing address of this Limited Liability Company shall be 17605 US HWY 441, Mt. Dora, FL 32757-6716.

The initial Registered Agent of this Limited Liability Company shall be Lewis W. Stone, 4850 N. Hwy 19A, Mount Dora, FL 32757.

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**ARTICLE V
MANAGEMENT OF THE BUSINESS**

This Limited Liability Company shall be a manager-managed company and shall be initially managed, pursuant to a written operating agreement, by **DANIEL J. LEN** whose address is 17605 US HWY 441, Mt. Dora, FL 32757. Such managers shall continue to manage this Limited Liability Company until qualified successors are duly elected by a majority of members. Such managers of this Limited Liability Company shall have the power to adopt, alter, demand or repeal the regulations or operating agreement of this Limited Liability Company.

**ARTICLE VI
WITHDRAWAL, RESIGNATION, RETIREMENT,
DEATH, BANKRUPTCY OR EXPULSION**

In the event any member desires to withdraw, resign, retire from the Company, or such member (or the principal owner of the member's company) becomes disabled so that he is unable to fulfill his obligations to the Company as specified in these Articles, the member shall provide sixty (60) days notice of his intention in writing by registered or certified mail to the other members at the last known address of each member. If any member is adjudged incompetent or insane, his guardian shall give notice thereof to each of the other members in the same manner.

Any member may be expelled from membership in the Company by a two-third (2/3) majority vote of the other members on the following grounds:

1. Failure of a member to make, when due, any contribution required to be made, or to meet any other obligation to the Limited Liability Company under the terms of these Articles, when such failure has continued for a period of thirty (30) days after written notice thereof;

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2. Adjudication of the member, or principal owner(s) of the member if a company, as insane or incompetent;

3. Disability of the member, or principal owner(s) of the member if a company, to the extent that he is unable to fulfill his obligations to the Company as specified in these Articles;

4. The making of an assignment for the benefit of creditors, the filing of a petition under the National Bankruptcy Act or under any similar law or statute of United States or any state thereof, or the adjudication of the member as a bankrupt or insolvent in proceedings filed against such member under any such act or statutes; or,

5. Any unlawful act causing damage to the Limited Liability Company.

On the occurrence of any event listed in the sub-paragraph above, the defaulting member may be expelled from membership in the Company by a two-thirds (2/3) majority vote of the remaining members, the Company shall pay the member or his estate the value of his interest in the Company, such value being determined by: (1) adding the value of (a) his capital account, (b) his income account, and (c) any other amounts owed to him by the Company, and (2) subtracting from the sum of the above totals the sum of the total of any amount owed by him to the Company. Additionally, by two-thirds (2/3) majority of the remaining members, the Company may continue to pay the former member a portion of future earnings as determined by his contributions to those projected earnings.

- (a) The members may fix such prices by agreement of all members. Such price shall be signed by all members and shall bind any heirs or assigns unless otherwise designated in such agreement. Any such agreement must be signed by each member. Such purchase price shall only be binding for a twelve (12) month period.

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(b) If the members have failed to get a purchase price, the purchase price of the deceased, withdrawing or terminated member's interest shall be that member's proportionate membership interest of fair market value of the organization as a going concern (including tangible and intangible assets and good will) less organization's indebtedness, together with the full unwithdrawn portion of such deceased, withdrawing or terminated member's distributive share of any net profits. The fair market value shall be determined by two (2) certified public accountants licensed in Florida. One certified public accountant shall be determined by the member desiring to withdraw or terminate his interest or by the Personal Representative of a deceased member. The other certified public accountant shall be determined by the surviving member(s) in the case of a deceased member, or by the remaining member(s) in the case of a member who desires to withdraw or terminate his interest. The decision of the two certified public accountants shall be binding. If the two certified public accountants are unable to agree on the fair market value, the certified public accountant who has prepared the organization's last federal income tax return shall join with the two certified public accountants to determine the fair market value and the majority decision of the two certified public accountants and the certified public accountants having prepared the last federal income tax return for the organization shall be binding. In determining the fair market value, the certified public accountants are authorized to employ such appraisers or business persons knowledgeable in the type of business engaged in by the organization.

ARTICLE VII DISSOLUTION, WINDING UP, LIQUIDATION

This Limited Liability Company shall be dissolved upon written consent of all of its membership interest.

Upon dissolution of the Company, it shall be wound up and liquidated as quickly as circumstances allow. The assets of the Company shall be applied to company liabilities in the following order:

1. Amounts owing creditors other than members.
2. Amounts owing to members other than for capital and profits.
3. Amounts owing to members in respect to capital.
4. Amounts owing to members in respect to profits.

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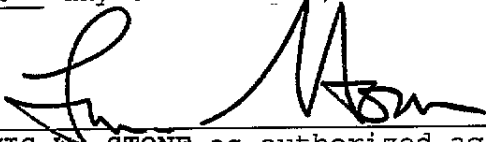
ARTICLE VIII
NOTICE TO MEMBERS

All notices to the members shall be deemed effective when given by personal delivery or by certified mail, return receipt requested.

ARTICLE IX
AMENDMENTS

These Articles, except for the vested rights of the members, may be amended from time to time by a two-thirds (2/3) majority in interest of the members, and the amendments shall be filed, duly signed by all members of the Company, with the Florida Department of State. All members agree to abide by the majority decision and agree to sign the amendments for the purpose of filing with the Florida Department of State.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization on this 28 day of December, 2001.

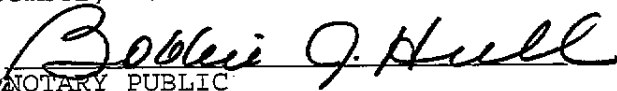

LEWIS W. STONE as authorized agent of
DANIEL J. LEN

STATE OF FLORIDA
COUNTY OF LAKE

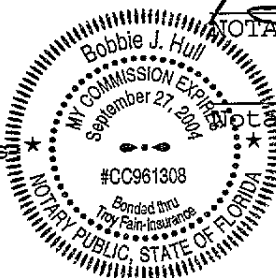
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I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared LEWIS W. STONE, who produced _____ as identification or _____ is personally known to me, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 28 day of December, 2001.


NOTARY PUBLIC

My Commission Expires
Commission No.:



Notary Public Printed Name

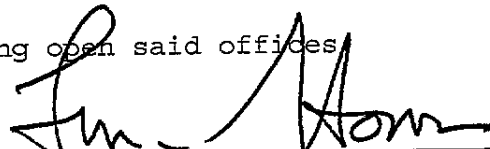
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First - that LEN FAMILY PROPERTIES, L.L.C., desiring to organize
under the laws of the State of Florida with its principal office, as
indicated in the Articles of Organization, at the City of Mount Dora,
County of Lake, State of Florida, has named LEWIS W. STONE, of 4850 N.
HWY 19 A, Mount Dora, Florida 32757 as its agent to accept service of
process within this State.

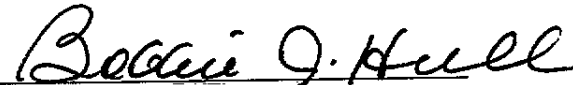
ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated Company, at the place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said offices



LEWIS W. STONE, Registered Agent

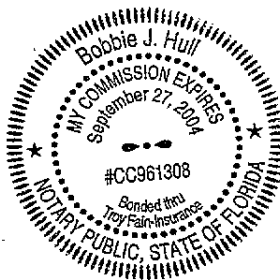
Sworn to and subscribed before
me this 28 day of December,
2001 by LEWIS W. STONE.



NOTARY PUBLIC

Notary Public Printed Name

My Commission Expires:
Commission No.:



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