J. HARDIN PETERSON, SR. (1894-1978) MICHAEL W. CREWS (1941-1991)

M. DAVID ALEXANDER, III PHILIP O. ALLEN JACK P. BRANDON DEBRA L. CLINE J. DAVIS CONNOR ROY A. CRAIG, JR. CLINTON A. CURTIS BEN H. DARBY, JR. JACOB C. DYKXHOORN MICHAEL T. GALLAHER JOSEPH A. GEARY DAVID E. GRISHAM CHRISTY F. HARRIS JONN D. HOPPE P.O. BOX 1079 LAKE WALES, FLORIDA 33859-1079

130 EAST CENTRAL AVENUE LAKE WALES, FLORIDA 33853 (863) 676-7611 OR (863) 683-8942 FAX (863) 676-0643

LAKELAND (863) 683-6511 OR (863) 676-6934 FAX (863) 682-8031 T a1

Lake Wales January 25, 2002 WINTER HAVEN (863) 294-3360 FAX (863) 299-5498

DENNIS P. JOHNSON KRISTEN B. KIEFFER KEVIN C. KNOWLTON CEDRIC E. LEWIS DOUGLAS A. LOCKWOOD, III WILLIAM M. MIDYETTE, III DAVID A. MILLER CORNEAL B. MYERS E. BLAKE PAUL KELLY J. POLLOCK ROBERT E. PUTERBAUGH THOMAS B. PUTNAM, JR. DEBORAH A. RUSTER STEPHEN R. SENN ANDREA TEVES SMITH KEITH H. WADSWORTH KERRY M. WILSON

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Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399

600004833926---5 -01/29/02--01053--008 *****155.00 *****155.00

Re: Architecture Guild, LLC

Gentlemen:

Enclosed for filing is the original and one copy of the Articles of Organization for the above named proposed Florida company. Also enclosed is this firm's \$155.00 check, representing payment of the following fees: \$100.00 filing fee for the Articles of Organization; \$25.00 designation of registered agent fee; and \$30.00 certified copy fee.

Upon approval and filing of these articles, please furnish a certified copy to the attention of

Jacob C. Dykxhoorn Peterson & Myers, P.A. P.O. Box 1079 Lake Wales, FL 33853

If anything further is required, please call me. Thank you for your assistance in this matter.

Sincerely,

PETERSON & MYERS, P.A.



JCD/bv Enclosures cc: Mr. and Mrs. David S. Imeson

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ARTICLES OF ORGANIZATION

OF

ARCHITECTURE GUILD, LLC

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

ARTICLE I -- NAME

The name of this limited liability company is Architecture Guild, LLC (the "company").

ARTICLE II - ADDRESS

The company's mailing address and the street address of the company's principal office shall initially be 9045 Great Heron Circle, Orlando, Florida 32836.

ARTICLE III - DURATION

The company's existence shall be perpetual, beginning on January 25, 2002, unless the company is earlier dissolved as provided in these articles of organization, the company's operating agreement, or by applicable law.

ARTICLE IV - PURPOSES AND POWERS

This company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be formed under the Florida Limited Liability Company Act. The company shall have all the rights, privileges, and powers now or hereafter available to limited liability companies under the laws of the State of Florida.

ARTICLE V - REGISTERED AGENT

The name and Florida street address of the company's initial registered agent for service of process in the State of Florida are: Jacob C. Dykxhoorn, 130 Bast Central Avenue, Lake Wales, Florida 33853.

ARTICLE VI -- MANAGEMENT

The company shall be a manager-managed company. The company shall be managed by one or more managers in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. Except as authorized by a manager, no member is an agent of the

H:\HOME\JCD\LIMIT-CO\Mutphy Rocks Articles January 24, 2002 company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the company.

The names and addresses of the company's initial managers, who shall serve as the managers of the company until their successors have been elected and qualified, are:

Initial Manager:David S. Imeson
9045 Great Heron Circle
Orlando, Fl 32836Initial Manager:Penny S. Imeson
9045 Great Heron Circle
Orlando, Fl 32836

ARTICLE VII -- OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the operating agreement for the company shall be vested in the members of the company. The operating agreement may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. Any provision of the operating agreement adopted by the members may be repealed or altered and new provisions may be adopted by the members, in accordance with the operating agreement or the Florida Limited Liability Company Act, or any successor thereto.

ARTICLE VIII -- AMENDMENT OF ARTICLES

The company reserves the right to amend these articles of organization, from time to time, in any and as many respects as may be desired, in accordance with the manner and procedures now or hereafter provided, by the Florida Limited Liability Company Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned organizer, being a member, or authorized representative of a member, of the company, has made and subscribed these articles of organization, on this January $\sqrt{247}$, 2002.

STATE OF FLORIDA

(SEAL)

COUNTY OF OSCEOLA

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The foregoing instrument was acknowledged before me this January $\sqrt{2}\sqrt{1+1}$, 2002, by David S. Imeson, who \boxtimes is personally known to me or \square has produced a driver's license as identification.

David S. Imeson



Notary Public

Name of Notary / LAURIE J, WILD Commission Expires: 10070 BER

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ACCEPTANCE OF REGISTERED AGENT

PETERSON & MYERS

Having been named in the articles of organization of Architecture Guild, LLC., as the registered agent of this limited liability company, I hereby consent to accept service of process for the foregoing named company at the place designated in the articles of organization, and I 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 state that I am familiar with and accept the obligations of my position as registered agent.

Dated: January J Z , 2002

Jan 24 2002

3:54PM

Jacob C. Dykxhoorn Registered Agent

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