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ACCOUNT NO. : 072100000032

REFERENCE : 456686 80768A

AUTHORIZATION : *Patricia Pigeto*

COST LIMIT : \$ 125.00

ORDER DATE : March 12, 2002

ORDER TIME : 11:08 AM

ORDER NO. : 456686-005

800005097628--3

CUSTOMER NO: 80768A

CUSTOMER: Edwin D. Davis, II, Esq
Edwin D. Davis II, Esq

900 Big Tree Road

Daytona Beach, FL 32119

DOMESTIC FILING

NAME: FRIENDLY PRODUCING HI-YIELDS,
L.L.C.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

JB 3/12/02

02 MAR 12 PM 2:08
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA MAR 12 PM 12:54
DIVISION OF CORPORATION

APPROVE
AND
FILED

**ARTICLES OF ORGANIZATION
OF
FRIENDLY PRODUCING HI-YIELDS, L.L.C.**

The undersigned hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be **FRIENDLY PRODUCING HI-YIELDS, L.L.C.**

ARTICLE II

This limited liability company is to exist for thirty years.

ARTICLE III

The street address and the mailing address of the principal office of this limited liability company is 3217 Vail View Drive, Daytona Beach, Florida 32128.

ARTICLE IV

The name and street address of the registered agent of this limited liability company is Philip R. Becker, Jr., 3217 Vail View Drive, Daytona Beach, Florida 32128.

ARTICLE V

The management of this limited liability company is reserved to the members. The name and address of the managing member is as follows:

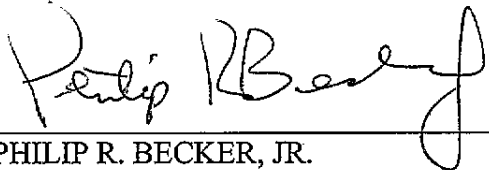
Philip R. Becker, Jr.
3217 Vail View Drive
Daytona Beach, Florida 32128

Additional members may be admitted only with the consent of the members holding a majority interest in the Company. Said additional members shall have all the rights, duties and liabilities as are set forth in the Operating Agreement of this limited liability company, which Operating

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Agreement may be amended from time to time to accommodate additional members.

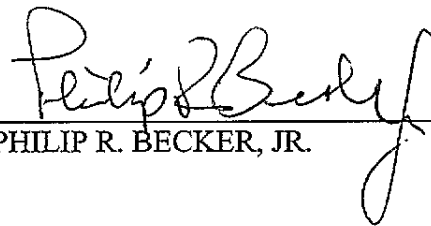
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of March, 2002.


PHILIP R. BECKER, JR.

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 608.415, Florida Statutes, FRIENDLY PRODUCING HI-YIELDS, L.L.C. hereby designates PHILIP R. BECKER, JR. and 3217 Vail View Drive, Daytona Beach, Florida 32128 as its registered agent and the street address of its registered office respectively for service of process within the State of Florida.

FRIENDLY PRODUCING HI-YIELDS, L.L.C.

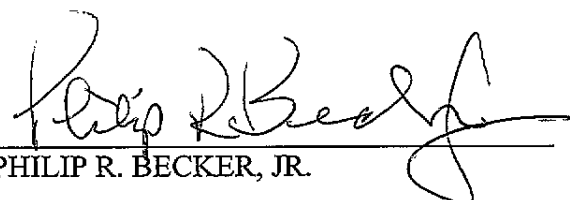

PHILIP R. BECKER, JR.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned is familiar with and accepts the obligations of the position of registered agent of the above-named limited liability company.


PHILIP R. BECKER, JR.