



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (904) 465-6500

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 UCC SERVICES
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L02000009117

April 17, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Gloer Holdings, LLC

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other **000005289830--1**
-04/17/02--01060--005
******155.00 ****155.00**

Retrieval Request

- Photocopy
- Certified Copy

NEW FILINGS	
	Profit
	Non Profit
x	Limited Liability

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

Name Availability	Domestication
	Other
Document Examiner	LLC
OTHER FILINGS	
Updater	Annual Reports
Verifier	Fictitious Name
Acknowledgement	Name Reservation
W. P. Verifier	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

FILED
 02 APR 17 PM 1:22
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 02 APR 17 AM 11:47
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

L1190000007

**ARTICLES OF ORGANIZATION
OF
GLOER HOLDINGS, LLC**

The undersigned, being the Member and Organizer of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, does hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is Gloer Holdings, LLC.

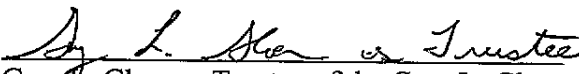
SECOND: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

THIRD: The street address of the initial registered office of the Limited Liability Company in Florida is 608 East Central Boulevard, Orlando, Florida 32801, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is James J. Flick.

FOURTH: The mailing address and street address of the principal office of the Limited Liability Company is 220 Winter Springs Blvd., Suite 106-303, Winter Springs, Florida 32765.

FIFTH: The Limited Liability Company is to be managed by the Member.

IN WITNESS WHEREOF, the Member has executed and acknowledged these Articles of Organization on April 4th 2002.



Gary L. Gloer as Trustee of the Gary L. Gloer
Revocable Trust Dated March 29, 2001

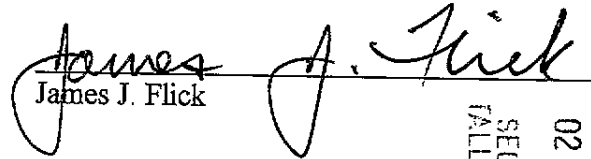
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**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

I, having been named as Registered Agent for Gloer Holdings, LLC, hereby voluntarily consent to serve as Registered Agent for Gloer Holdings, LLC.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated: April 4th, 2002


James J. Flick

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