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May 21, 2002

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Angels Enterprises, LLC

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Organization for Florida Limited Liability Company and the Designation of Registered Agent for the above referenced matter.

Please file the Articles of Organization with the State and return a certified copy of same to my office.

Also, enclosed is a check in the amount of \$155.00 for costs of filing.

Should you have any questions, please contact my office.

Very truly yours,


Lori Wellbaum Wolff

LWW/alc

Enclosures

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FILED
2002 MAY 31 PM 2:07
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
ANGELS ENTERPRISES, L.L.C.**

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TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the Limited Liability Company is ANGELS ENTERPRISES, L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 14525 Tamiami Trail Unit #8, North Port, Florida 34287.

ARTICLE III

Duration

The period of duration of the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of Company's initial registered agent in Florida is JANE R. WHITFIELD. The address of Company's registered office in Florida is 10203 Windsong Road, Punta Gorda, Florida 33955.

ARTICLE V

Management

The Company is be managed by BONNIE RUSSELL. BONNIE RUSSELL will serve until the first annual meeting of the members. The initial manager is identified as follows:

BONNIE RUSSELL

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ARTICLE VI

Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

Continuation of Business

The remaining members of the Company have the right to continue the business 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 in the Company. The business may be continued only on the unanimous written consent of the remaining members.

ARTICLE VIII

Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managers listed in Article V.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 20 day of May, 2002, at Englewood, Sarasota County, Florida.



JANE R. WHITFIELD

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

ANGELS ENTERPRISES, L.L.C.

2. The name and address of the registered agent and office is:

JANE R. WHITFIELD
10203 Windsong Road
Punta Gorda, Florida 33955

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, I hereby 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 am familiar with and accept the obligations of my position as registered agent.

Dated: May 20, 2002



JANE R. WHITFIELD

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