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May 28, 2002

FILED
2002 JUN 10 PM 2:42
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

VIA FEDEX

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

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-05/29/02--01044--003
****133.75 ****133.75

Dear Sir or Madam:

Please find enclosed original and one copy of the Articles of Organization of NiteLight, LLC, together with my firm check in the amount of \$133.75 to cover the following costs:

Filing Fee	\$100.00
<u>Certified Copy</u>	\$ 8.75
<u>Registered Agent Fee</u>	\$ 25.00
Total	\$133.75

After this Charter has been approved and filed, I would appreciate your sending a certified copy of same to my office in the FedEx envelope provided.

Thank you for your attention to this matter.

Sincerely,

BRUCE J. SPERRY, P.A.

By: 

Bruce J. Sperry

Enclosures

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J. BRYAN JUN 10 2002
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 4, 2002

BRUCE J. SPERRY
BRUCE J. SPERRY, P.A.
1003 ALEXANDER ST. SOUTH, STE. 1
PLANT CITY, FL 33566

SUBJECT: NITELIGHT, LLC
Ref. Number: W02000016145

We have received your document for NITELIGHT, LLC and your check(s) totaling \$133.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$21.25.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 102A00036112

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
NITELIGHT, LLC

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME

The name of the limited liability company shall be NiteLight, LLC ("Company"). The principal place of business of the Company in Florida shall be 1701 South Alexander Street, Suite 104, Plant City, Florida 33567, and the mailing address shall be 1701 South Alexander Street, Suite 104, Plant City, Florida 33567.

ARTICLE II

DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization and the Company's regulations.

ARTICLE III

PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Bruce J. Sperry, Esquire, 1003 South Alexander Street, Suite 1, Plant City, Florida 33566.

ARTICLE V

CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth as follows:

<u>NAME</u>	<u>CAPITAL CONTRIBUTION</u>
Louis Ryan McGrath	\$500.00
Michael Dan Snyder	\$500.00

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TALLAHASSEE, FLORIDA

ARTICLE VI

ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the members or, in lieu thereof, only upon the unanimous consent of all the members.

ARTICLE VII

ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII

MEMBERS RIGHT TO CONTINUE BUSINESS

The Company shall not be dissolved upon the death, retirement, resignation, insanity, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, provided there is at least one (1) remaining member, unless terminated in accordance with regulations adopted by the members.

ARTICLE IX

MANAGEMENT (MANAGEMENT BY MANAGER)

The Company shall be managed by managers in accordance with Regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is Louis Ryan McGrath, 804 North Collins Street, Plant City, Florida 33566.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization for the foregoing uses and purposes this 02 day of April, 2002

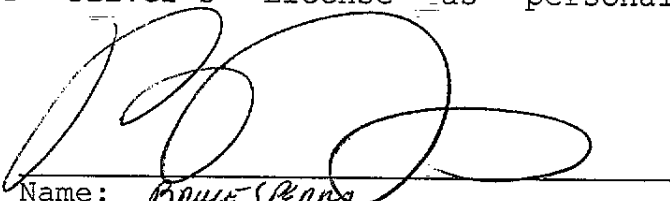

LOUIS RYAN McGRATH


MICHAEL DAN SNYDER

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 3 day of April, 2002, by LOUIS RYAN McGRATH who declared his identity and who has produced his Driver's License as personal identification.

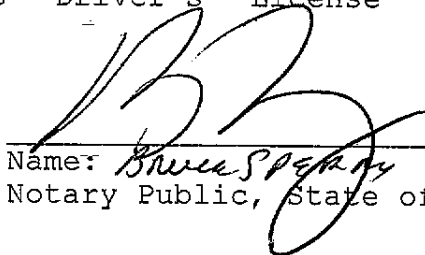
BRUCE SPERRY
Notary Public, State of Florida
My comm. exp. Oct. 19, 2003
Comm. No. CC873908


Name: Bruce Sperry
Notary Public, State of Florida

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20 day of ~~April~~ ^{May}, 2002, by MICHAEL DAN SNYDER who declared his identity and who has produced his Driver's License as personal identification.

BRUCE SPERRY
Notary Public, State of Florida
My comm. exp. Oct. 19, 2003
Comm. No. CC873908


Name: Bruce Sperry
Notary Public, State of Florida

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of NiteLight, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company and agrees to act in this capacity and agrees to comply with the laws of the State of Florida in all respects.



BRUCE J. SPERRY, Registered Agent

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