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FILED
2002 AUG -2 AM 10:08
UNION CHAMBERLAIN & ASSOCIATES, P.A.
TALLAHASSEE, FLORIDA
Fax (407) 647-5766

July 23, 2002

Registration Section
Department of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100006878211--8
-08/02/02--01055--007
****125.00 ****125.00

Re: Exceletech, LLC

Enclosed please find the **original** Articles of Organization of S.W. Williams Family LLC, signed by Beverly A. Williams as President of Exceletech, Inc., and by David Williams as Registered Agent.

Also enclosed please find our check in the amount of \$125.00 to cover your fees (\$100 filing fee for the Articles of Organization, and \$25.00 for the Designation of Registered Agent fee).

Kindest regards,


Laura A. Griffith
Real Estate Paralegal

J. BRYAN AUG 5 2002

ARTICLES OF ORGANIZATION OF S.W. WILLIAMS FAMILY LLC
A Florida Limited Liability Company

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the company shall be the S.W. Williams Family L.L.C.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The company's principal place of business is located at 901 12th Street, Clermont, FL 34711.

ARTICLE III
RESIDENT AGENT

The resident agent for this company is David B. Williams, and he is located at 901 12th Street, Clermont, FL 34711.

ARTICLE IV
INITIAL MEMBER AND CAPITAL CONTRIBUTION

The initial member and its interest is:

Exceletech, Inc. 100%

ARTICLE V
ASSIGNMENT OF MEMBERSHIP INTEREST
AND RESIGNATION OF MEMBER

Any member can assign up to one hundred percent (100%) of its membership interest at any time during the duration of the Company. Any assignment does not include a right to participate in the management of the business and affairs of the company, unless the following procedure is complied with.

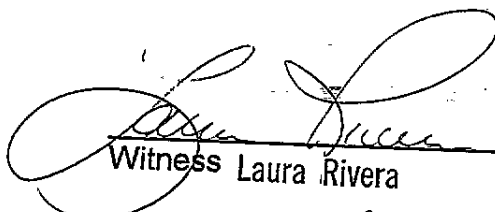
- (a) A majority in interest of the members must agree to such participation, in writing. The majority may include the member who is seeking to assign its interest; and
- (b) A Certificate of membership must be executed by the Assignee, specifying acceptance of the assignment, the percentage interest of the assignment, its agreement to participate in the management of the Company and its acceptance of all rights and obligations pursuant to Florida Statutes Chapter 608 and these Articles of Organization, which shall be given to each member of the Limited Liability Company.

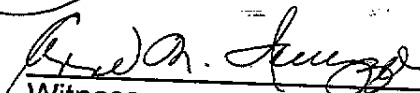
Any member who assigns one hundred percent (100%) of its interest is required to have the Assignee execute a Certificate of Membership. The Assignee and the Assignor must comply with the procedures outlined in (a) and (b) above.

Any member who assigns one hundred percent (100%) of its interest has, in effect, resigned from the Company, and said resignation shall be effective as of the execution date of the Assignee's Certificate of Membership in accordance with the Florida Statute 608.432(c).

THEREFORE, in accordance with Section 608.408(3) of the Florida Statutes, the execution of these Articles shall constitute an affirmation, under the penalties of perjury, that the facts state herein are true.

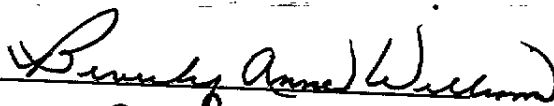
Signed in the presence of:


Witness Laura Rivera


Witness

Anne M. Iacuzzo

EXCELETECH, INC.

By: 

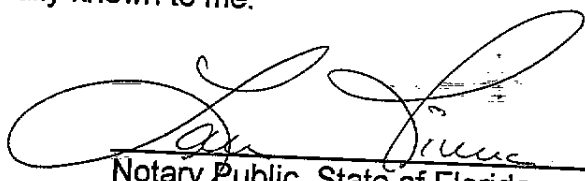
Title: President

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10th day of July, 2002, by Beverly A. Williams, President of **EXCELETECH, INC.**, a Florida corporation, on behalf of the corporation, who is personally known to me.


Notary Public, State of Florida

LAURA RIVERA
Notary Public, State of Florida
My comm. exp. Dec. 7, 2002
Comm. No. CC794679

ACCEPTANCE BY REGISTERED AGENT

Having been named as the Registered Agent to accept service of process for the above stated Limited Liability Company at the place designated in these Articles of Organization, 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 related to the proper and complete performance of my duties. I am familiar with and accept the obligation of my position as Registered Agent, as provided for in Chapter 608 of the Florida Statutes.

David B. Williams

David B. Williams

Registered Agent

Date: _____

7-12-02

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