

W020000022292
BAXTER, STROHAUER & MANNION, P.A.

FIRST NATIONAL BANK OF FLORIDA BUILDING, SUITE 300
1150 CLEVELAND STREET
CLEARWATER, FL 33755

JAMES A. BAXTER
GARY N. STROHAUER
ELIZABETH R. MANNION

August 7, 2002

FILED
2002 AUG 28 PM 4:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

700007063027--5
-08/12/02--01084--006
*****78.75 *****78.75

Re: Enchanted Gardens by Barbara, LLC

Dear Sir:

Enclosed please find an original and one copy of the Articles of Organization and Registered Agent Certificate for the above-named proposed Florida limited liability company. Also enclosed is our firm's check in the amount of \$78.75 representing payment of the following:

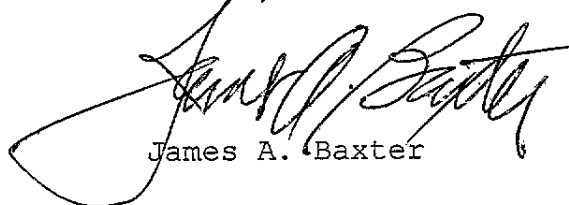
Filing fee \$35.00
Certified Copy fee 8.75
Registered Agent fee 35.00

700007063027--5
-08/29/02--01001--006
*****76.25 *****76.25

Please file the enclosed Articles of Organization and return a certified copy to the undersigned.

Very truly yours,

BAXTER, STROHAUER & MANNION, P.A.


James A. Baxter

JAB/kc
Enclosures

corp/enchanted/let/secstate

W02-23369
J. BRYAN AUG 13 2002
J. BRYAN AUG 28 2002



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 13, 2002

JAMES A. BAXTER
BAXTER, STROHAUER & MANNION, P.A.
1150 CLEVELAND STREET
CLEARWATER, FL 33755

SUBJECT: ENCHANTED GARDENS BY BARBARA, LLC
Ref. Number: W02000023369

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

AUG 16 2002

RECEIVED

We have received your document for ENCHANTED GARDENS BY BARBARA, LLC and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$76.25.

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

Joey Bryan
Document Specialist
Tax Liens

Letter Number: 002A00047942

ARTICLES OF ORGANIZATION
OF
ENCHANTED GARDENS BY BARBARA, LLC

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

ARTICLE I - NAME

The name of the limited liability company shall be ENCHANTED GARDENS BY BARBARA, LLC ("company").

ARTICLE II- ADDRESS

The mailing address and street address of the principal office of the company is 2264 Heron Circle, Clearwater, FL 33762.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Barbara Kalmin, 2264 Heron Circle, Clearwater, FL 33762.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the 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

of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE IX - MANAGEMENT

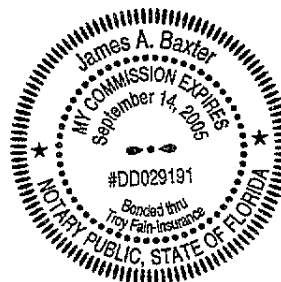
The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Barbara Kalmin, 2264 Heron Circle, Clearwater, FL 33762.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these article of organization Clearwater, Florida this 5 day of August, 2002.


BARBARA KALMIN

Sworn to and subscribed before me this 5th day of August, 2002, by Barbara Kalmin, who is personally known to me.


NOTARY PUBLIC
My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Barbara Kalmin, accept the appointment as registered agent of the Company, and state that I am familiar with and accept the duties and obligation of that position as provided for in Chapter 608, F.S.

Barbara Kalmin
Barbara Kalmin, Registered Agent

DATED: 8/5/02

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TALLAHASSEE, FLORIDA

EXHIBIT "A"

Barbara Kalmin

\$100.00

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TALLAHASSEE, FLORIDA