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*Also admitted in North Carolina

August 28, 2002

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-09/03/02-01045-018
***160.00 ***160.00

Florida Department of Revenue
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee FL 32314

Re: HOC, L.L.C.


Dear Sir or Madam:

Enclosed for filing are Articles Of Organization of HOC, L.L.C. Please furnish us with a certified copy of this document.

Also enclosed is our check for \$160.00 in payment of the filing fee, certified copy and certificate of status.

Thank you for our help and please call if you should have any questions.

Very truly yours,


Lois Reid Clemente

Enclosures

FILED
02 SEP -3 AM 10:22
TALLAHASSEE, FLORIDA

9/4/02

ARTICLES OF ORGANIZATION
OF
HOC, L.L.C.

ARTICLE I

The name of the Company is: **HOC, L.L.C.**

ARTICLE II

The purpose of the Company is to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act, FL. Stat., Ch. 608.

ARTICLE III

The street address of the principal office of the Company and its mailing address is 1803 North Flagler Drive, #212, West Palm Beach, Florida 33407.

ARTICLE IV

The name of the Company's initial registered agent is **CHARLES T. JANDOUREK** and his street address is 1803 North Flagler Drive, #212, West Palm Beach, Florida 33407.

ARTICLE V

The duration of the Company is perpetual.

ARTICLE VI

Members of the Company have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company.

A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the Company shall dissolve, unless the remaining members, by unanimous consent elect to continue the business of the Company.

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TALLAHASSEE, FLORIDA

ARTICLE VII

The Company shall be managed by one (1) managing member. The name and address of the person who shall serve as Manager until the first annual meeting of members or until a successor is elected and qualified is as follows:

CHARLES T. JANDOUREK
1803 North Flagler Drive, #212
West Palm Beach, Florida 33407.

ARTICLE VIII

A member acting in his, her, or its capacity as a Manager of the Company shall not be personally liable to the Company or its members for damages for any breach of duty in such capacity as a Manager except for damages resulting from actions or omissions by such Manager, as to which there shall have been a judgment or other final adjudication that establishes that such acts or omissions were in bad faith, involved intentional misconduct or a knowing violation of law, or that the Manager personally gained a financial profit or other advantage to which he, she or it was not legally entitled. This Article shall neither eliminate nor limit the liability of a Manager for any act or omission occurring prior to the adoption of this Article.

IN WITNESS WHEREOF, these Articles Of Organization have been subscribed by the undersigned on the date indicated.

Signed on the 27 day of August, 2002

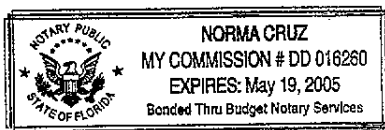


CHARLES T. JANDOUREK

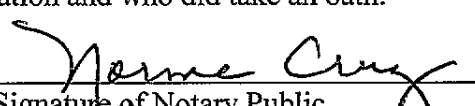
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27 day of August, 2002, by, **CHARLES T. JANDOUREK** who is personally known to me () or who has produced FLDL J536-158-64-2020 as identification and who did take an oath.



(NOTARY SEAL)



Signature of Notary Public

NORMA CRUZ

Printed Name of Notary Public

DD 016260.

Commission Number, if any

My commission expires:

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT**

02 SEP -3 AM 10:22
TALLAHASSEE, FLORIDA

In compliance with the Florida Limited Liability Company Act, the following is submitted:

HOC, L.L.C., with its principal place of business at 1803 North Flagler Drive, #212, West Palm Beach, Florida 33407 has named **CHARLES T. JANDOUREK** as its agent to accept service of process within the State of Florida.

Dated the 27 day of August, 2002.



CHARLES T. JANDOUREK

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby 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 as provided for in Chapter 608, F.S.



CHARLES T. JANDOUREK