02000023763

September 6, 2002

Florida Dept of State Corporations Division PO Box 6327 Tallahassee, FL 32314

RE: ARTICLES OF ORGANIZATION

DEAN AND LOU ANN ENTERPRISES, LLC

Dear Sir/Madam:

Enclosed are the Articles of Organization in duplicate, for the above-referenced limited liability company, together with one check in the amount of \$155.00 each to cover the filing fees, and certified copy.

Please file in your office and return the confirmation of filing to:

Heritage America Attn: Karen Ritter 11022 Southwest Highway Palos Hills, IL 60465

Thank you for your attention to this matter. If you have any questions, please call 708-974-3232.

Sincerely,

Karen Retter Karen Ritter

Enclosures

W)-33763

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

DEAN AND LOU ANN THOMPSON ENTERPRISES, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 1173 CORAL LAKE DRIVE, VENICE, FL 34292

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

LOU ANN THOMPSON	
1173 CORAL LAKE DRIVE	
Florida street address (P.O. Box NOT acceptable) VENICE, FL 34292	_
City, State, and Zip	_

Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Chapter 608, F.S..

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

LOU ANN THOMPSON

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)