

W020000027039

G. Michael Mackenzie, P.A.

October 10, 2002

(4) 10/11 FL LLC

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

500008327875--9
-10/11/02--01023--001
****125.00 ****125.00

Re: LEHIGH-WHITNEY, LLC

To Whom It May Concern,

Please find enclosed the original and a copy of the Articles of Organization for the above proposed Florida Limited Liability Company. Also enclosed is a check in the amount of \$125.00 representing the filing fees for the Articles and the appropriate sum for a certified copy of the Articles of Organization.

When this company has been duly qualified, please forward a certified copy of the Articles together with your filing acknowledgment.

Please expedite the handling and return as quickly as possible, and thank you in advance for your help in this matter. Please free to contact us at 733-1722 with any further questions or concerns.

Sincerely,



G. Michael Mackenzie
GMM/pgh

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TALLAHASSEE FLORIDA

• Michael Mackenzie, Attorney and Counselor at Law •
Board Certified Real Estate Lawyer • Mortgage Law • Corporate & Business Law • Estate Planning &
Probate

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Charlotte F. Abington:
Of Counsel

**ARTICLES OF ORGANIZATION
OF
LEHIGH-WHITNEY, 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 **LEHIGH-WHITNEY, LLC**. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is: 633 Poinsettia Rd., Belleair, Florida 33756.

ARTICLE III -- DURATION

The company shall commence its existence on October 15, 2002. The company's existence shall be perpetual, unless the company is dissolved 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 are:

THOMAS L. HEIRONIMUS
633 Poinsettia Rd.
Belleair, Florida 33756

ARTICLE V -- 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 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 100% of all 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 VI -- 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 the unanimous vote of all the remaining members.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

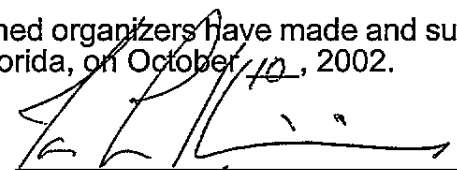
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ARTICLE VII -- MANAGEMENT

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:

THOMAS L. HEIRONIMUS
633 Poinsettia Rd.
Belleair, Florida 33756

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Clearwater, Florida, on October 10, 2002.


THOMAS L. HEIRONIMUS


G. MICHAEL MACKENZIE


Sworn to and subscribed before me this 10 day of October, 2002, by THOMAS L. HEIRONIMUS and G. MICHAEL MACKENZIE, who are both personally known to me or who produced _____ as identification.

(Seal)


Notary Public, State of Florida

(Name)

My commission expires:

 Paulette G Hill
My Commission CC795314
Expires December 6, 2002

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY acknowledge that I am familiar with and accept the obligations of Registered Agent, to accept service of process for the Florida Limited Liability Company, **LEHIGH-WHITNEY, LLC**.



THOMAS L. HEIRONIMUS

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 10 day of October, 2002, personally appeared **THOMAS L. HEIRONIMUS**, who is personally known to me or who produced a Florida drivers license as identification.

(Seal)



NOTARY PUBLIC
My Commission Expires:



Paulette G Hill
My Commission CC795314
Expires December 6, 2002