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Attorneys at Law

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REPLY TO:
P. O. DRAWER 829
LAKELAND, FLORIDA 33802-0829
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D. A. TROIANO VICTOR J. TROIANO NICHOLAS J. TROIANO

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October 11, 2002

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

300008371763--4 -10/15/02--01029--002 ****155.00 ****155.00

Re: SPAETH-SMITH, LLC (proposed name)

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Organization for Florida Limited Liability Company for the above named entity. I have also enclosed a check in the amount of \$155.00 to cover filing fees, resident agent fee and certified copy fee.

Please return a certified copy of the Articles of Organization to me as soon as possible. If you have any questions, please do not hesitate to contact me.

Sincerely,

D. A. Troiano

/p Enclosures

cc: Spaeth-Smith, LLC

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: SPAETH-SMITH, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 1561 Royal Forest Loop, Lakeland, Florida 33811

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

The name and the	Florida street address of t	he registered agent are:	And the second	
	Edward H. Spaeth		8	
	Name			
	1561 Royal Forest I	Loop		
	Florida street address (P.O. Box NOT acceptable)			
	Lakeland	FL 33811	f =	
	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

(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.)

Edward H. Spaeth

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)