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| Peoples Exchange. Lake Wales | of | |
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| | | Art of Inc. File |
| Signature Requested by: 4/3 | | Photo Copy Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search Fictitious Owner Search Vehicle Search Driving Record UCC 1 or 3 File UCC 11 Search |
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ARTICLES OF ORGANIZATION OF PEOPLES EXCHANGE OF LAKE WALES, LLC

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SELNETARY OF STAN
TALLAHASSEE, FLORID

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 PEOPLES EXCHANGE OF LAKE WALES, LLC ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 130 East Stuart Avenue, Lake Wales, FL 33853.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. 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 SHARON K. PUGH, 130 East Stuart Avenue, Lake Wales, FL 33853.

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 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 request.

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 unanimous vote of all the remaining members.

ARTICLE VII - MANAGEMENT

The company shall be managed by the members 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.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these articles of organization at Lake Wales, Florida, on January 2, 2003.

SHARON K. PUGH

STATE OF FLORIDA COUNTY OF POLK

The foregoing instrument was acknowledged before me this 2nd day of Jaffuary 2003, by SHARON K. PUGH, [X] who is personally known to me, or [7] who has produced ______ as identification.

Brenda J. Kavelak

Notary Public/State of Florida at Large

My Commission Expires:

BRENDA J. KAVELAK MOTARY PUBLIC - \$174TE OF FLORIDA COMMISSION # DD097412 EXPIRES 05/11/2006 BONDED THRU 1-885-NOTARY

DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, PEOPLES EXCHANGE OF LAKE WALES, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is PEOPLES EXCHANGE OF LAKE WALES, LLC.
 - 2. The name and street address of the registered agent in Florida is:

SHARON K. PUGH 130 East Stuart Avenue Lake Wales, FL 33853

The undersigned, being the person named in the articles of organization of PEOPLES EXCHANGE OF LAKE WALES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

SHARON K. PUGH Registered Agent

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