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J. BRYAN JAN 16 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222


Woods Ventures, LLC

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ARTICLES OF ORGANIZATION OF WOODS VENTURES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge and file these Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company shall be WOODS VENTURES, L.L.C., ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be 1840 Southeast 41 Terrace, Ocala, Florida 34471.

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 earlier dissolved as provided in the Operating Agreement.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is William R. Woods, whose address is 1840 Southeast 41 Terrace, Ocala, Florida 34471.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property as more fully set forth in the Operating Agreement.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company as set forth in the Operating Agreement.

ARTICLE VII - MANAGEMENT

Company shall be managed by its member/manager in accordance with the terms and conditions of the Operating Agreement. The Operating Agreement may contain other 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 member/manager of the Company is: William R. Woods, 1840 Southeast 41 Terrace, Ocala, Florida 34471.

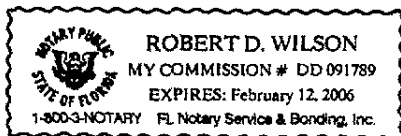
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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Ocala, Marion County, Florida on this 14th day of January, 2003.

William R. Woods
William R. Woods

STATE OF FLORIDA
COUNTY OF MARION

The foregoing was acknowledged this 14 day of January, 2003, by William R. Woods, as Member who is personally known to me.



Robert D. Wilson
Notary Public

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TALLAHASSEE, FLORIDA

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

William R. Woods, being the person named in the Articles of Organization of WOODS VENTURES, L.L.C., as the Registered Agent of this Limited Liability Company, hereby consents to acceptance of 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 her duties, and is familiar with, and accepts the obligations of the position of Registered Agent.

Dated this 14th day of January, 2003.

William R. Woods
William R. Woods

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