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TALLAHASSEE, FLORIDA

STONE & GERKEN, P.A.

ATTORNEYS AT LAW

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Mt. Dora, Florida 32757
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LEWIS W. STONE
SCOTT A. GERKEN
JASON E. MERRITT

MAILING ADDRESS:
Post Office Drawer 2048
Eustis, Florida 32727-2048

January 17, 2003

Via Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

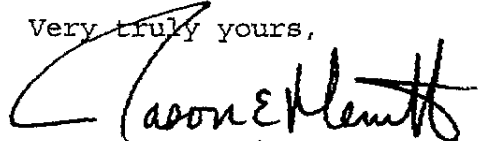
Re: RayJohn, L.L.C.

Dear Sirs:

Enclosed please find the original and copy of the Articles of Organization for filing regarding the above-referenced limited liability company. Also enclosed is a check in the amount of \$155.00 for the filing fee and certified copy.

Please return the certified copy of the filed Articles to me at the above address.

Very truly yours,


Jason E. Merritt

JEM:dm
Enclosures

xc: Ray Shamblin

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ARTICLES OF ORGANIZATION

OF

RAYJOHN, L.L.C.

ARTICLE I
NAME

The name of this Limited Liability Company is RayJohn, L.L.C.

ARTICLE II
DURATION

This limited liability company shall have a perpetual existence commencing on the date these Articles are filed with the Secretary of State for the State of Florida, unless sooner terminated as provided herein.

ARTICLE III
PURPOSE

This limited liability company is created for the purpose of transacting all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act as agreed upon by the members.

ARTICLE IV
PLACE OF BUSINESS AND REGISTERED AGENT

The principal place of business of this limited liability company shall be 2043 Droyslden Lane, Eustis, Florida 32726, or such other place or places as the members from time to time may determine.

The mailing address of this limited liability company shall be Post Office Drawer 1404, Mount Dora, Florida 32756.

The initial Registered Agent of this limited liability company shall be RAY SHAMBLIN, 2043 Droyslden Lane, Eustis, Florida 32726.

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**ARTICLE V
MANAGEMENT OF THE BUSINESS**

This limited liability company shall be a manager-managed company. The initial manager shall be RAY SHAMBLIN whose address is Post Office Drawer 1404, Mount Dora, Florida 32756. Such manager shall continue to manage this limited liability company until a qualified successor is duly elected by a majority of members. Such manager of this limited liability company shall have the power to adopt, alter, demand, or repeal the regulations of this limited liability company.

**ARTICLE VI
INITIAL MEMBERS**

The initial members of this limited liability company shall be RAY SHAMBLIN and JOHN KERWOOD.

**ARTICLE VII
ADDITIONAL MEMBERS**

The initial members of this limited liability company may admit additional members only according to the terms and conditions of a unanimous vote of the members.

**ARTICLE VIII
TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in this Company may be transferred only with the unanimous written consent of all the remaining members if the transferee intends to become a member. Without this consent, the transferee shall not be entitled to become a member or to participate in the management of the Company, but shall be entitled only to distributions to which the transferor otherwise would be entitled.

**ARTICLE IX
PROPERTY**

Real or personal property originally brought into or transferred to the Company, or acquired by the Company by purchase or otherwise,

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shall be held and owned, and conveyance shall be made, in the name of this limited liability company.

**ARTICLE X
AMENDMENTS**

These Articles, except for the vested rights of the members, may be amended from time to time by a two-thirds (2/3) majority in interest of the members, and the amendments shall be filed, duly signed by all members of the Company, with the Florida Department of State. All members agree to abide by the majority decision and agree to sign the amendments for the purpose of filing with the Florida Department of State.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization on this 17 day of January, 2003.


RAY SHAMBLIN

STATE OF FLORIDA
COUNTY OF LAKE

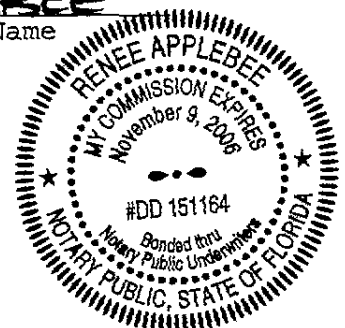
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared RAY SHAMBLIN, who produced Florida Driver's License as identification or is personally known to me, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of January, 2003.


NOTARY PUBLIC

RENEE APPLEBEE
Notary Public Printed Name

My Commission Expires:



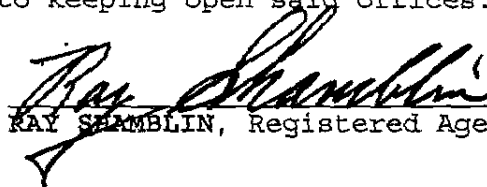
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:


First - that RayJohn, L.L.C., desiring to organize under the laws
of the State of Florida with its principal office, as indicated in the
Articles of Organization, at the City of Eustis, County of Lake, State
of Florida, has named Ray Shamblin, of 2043 Droyslden Lane, Eustis,
Florida 32726, as its agent to accept service of process within this
State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated Company, at the place designated in this certificate, hereby
accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said offices.


RAY SHAMBLIN, Registered Agent

Sworn to and subscribed before
me this 17th day of January,
2003 by RAY SHAMBLIN.


NOTARY PUBLIC
RENEE APPLEBEE
Notary Public Printed Name



My Commission Expires: