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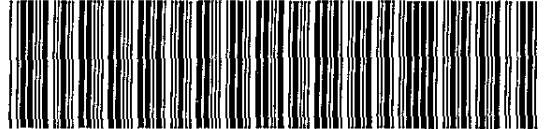
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BROWN & WALDRON

ATTORNEYS AT LAW

**124 NORTH BREVARD AVENUE
ARCADIA, FLORIDA 34266**

**FLETCHER BROWN
EUGENE E. WALDRON, JR.
SANDRA SANDERS
MICHAEL E. WYNN**

**(863) 494-4323
FAX (863) 494-6790
E-MAIL BROWNANDWALDRON@EMAIL.COM**

January 23, 2003

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32399

Re: Formation of Hayes Brothers Investment, LLC

Gentlemen:

Enclosed herewith are the original and one copy of the Articles of Organization for the referenced limited liability company together with the Certificate of Designation of Registered Agent. Also, enclosed is my check in the amount of \$125.00 representing the following fees:

Filing fee	\$100.00
Registered Agent fee	25.00

Please file the original of the enclosed Articles and return a copy to me.

Thank you for your assistance in this matter. If you have any questions regarding same, please do not hesitate to contact me or Rita in my office.

Sincerely,

BROWN & WALDRON

Eugene E. Waldron Jr.

Eugene E. Waldron, Jr.

EEWJr/jca
Enclosures

**ARTICLES OF ORGANIZATION
OF
HAYES BROTHERS INVESTMENT, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **HAYES BROTHERS INVESTMENT, L.L.C.** ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is **175 Shady Pine Lane, Nokomis, Florida 34275.**

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 **Eugene E. Waldron, Jr., 124 North Brevard Avenue, Arcadia, Florida 34266.**

ARTICLE V - Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

**Donald R. Hayes
175 Shady Pine Lane
Nokomis, Florida 34275**

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FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Nokomis, Florida, on Jan. 20, 2003.

Donald R. Hayes
Donald R. Hayes, Member

STATE OF FLORIDA:
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 20 day of Jan., 2003, by Donald R. Hayes who is personally known to me or who produced _____ as identification.



Lynda Bliss
LYNDA BLISS Notary Public
State of Florida at Large
My Commission No. CC 847504
My Commission Expires: 10/17/2003

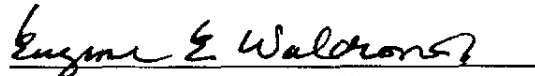
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, **HAYES BROTHERS INVESTMENT, L.L.C.**, 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 **HAYES BROTHERS INVESTMENT, L.L.C.**
2. The name and street address of the registered agent in Florida are:

**Eugene E. Waldron, Jr., Esquire
124 North Brevard Avenue
Arcadia, Florida 34266**

The undersigned, being the person named in the Articles of Organization of **HAYES BROTHERS INVESTMENT, L. L. C.**, 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 duties, and is familiar with and accepts the obligations of the position of registered agent.


**Eugene E. Waldron Jr., Esquire
Registered Agent**