

FROM : GRONEK & LATHAM, LLP  
Division of Corporations

407 481 5801

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TALLAHASSEE, FLORIDA

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**To:**

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**From:**

Account Name : GRONEK & LATHAM, LLP  
Account Number : I20000000025  
Phone : (407) 481-5800  
Fax Number : (407) 481-5801

DIVISION OF CORPORATION

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**LIMITED LIABILITY COMPANY**

**Toppino Holdings, LLC**

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| Certificate of Status | 0        |
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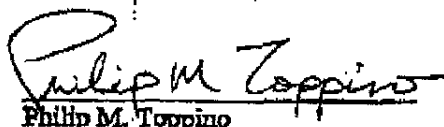
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
TOPPINO HOLDINGS, LLC  
A Florida Limited Liability Company**

The undersigned, being desirous of forming a limited liability company pursuant to Chapter 608, Florida Statutes, hereby certifies as follows:

1. Name of Limited Liability Company. The name of the limited liability company is **TOPPINO HOLDINGS, LLC** a Florida limited liability company (the "Company").
2. Period of Duration. The period of duration for the Company shall be perpetual.
3. Principal Office. The mailing address and street address of the principal office of the Company shall be 4880 N. Highway 19A, Mt. Dora, Florida 32757.
4. Agent for Service of Process; Address of Registered Agent. The initial registered agent of the Company for service of process shall be G&L Agent Services, Inc., 390 North Orange Avenue, Suite 600, Orlando, Florida 32801, Attention: President.
5. Right to Admit Additional Members. The Company shall have the right to admit additional members only with the consent of all members.
6. Member Management. The Company shall be managed by its members.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Organization on this 14 day of February, 2003 in his capacity as a member of the Company.

  
Philip M. Toppino

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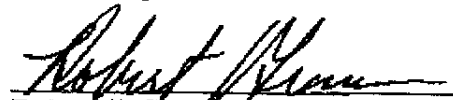
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**ACCEPTANCE OF APPOINTMENT**

The undersigned, G&L Agent Services, Inc., hereby acknowledges and accepts its appointment as registered agent of **TOPPINO HOLDINGS, LLC**, a Florida limited liability company (the "Company"), and agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act relative thereto. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 608 of the Florida Statutes.

Dated this \_\_\_\_\_ day of February, 2003.

**G&L AGENT SERVICES, INC., a**  
Florida corporation

  
Robert J. Gronck, President

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