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Fax Number : (850) 205-0353

From: Account Name : HARRISON, HENDRICKSON & KIRKLAND, P.A.
Account Number : 120010000002
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LIMITED LIABILITY COMPANY

PAUL WESTENDORF REALTY, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION
FOR
PAUL WESTENDORF REALTY, LLC

The undersigned, organizing Member of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I

Name

The name of the Company is PAUL WESTENDORF REALTY, L.L.C.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue perpetually until dissolved in accordance with Section 608.441 of the Act.

ARTICLE III

Purpose

The Company is created for purposes of engaging in any lawful activity deemed appropriate by the members from time to time.

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ARTICLE IV

Principal Office

The street address of the principal office of the Company shall be 456 12th Street West, Bradenton, Florida 34205.

ARTICLE V

Registered Agent and Office

The initial registered agent for the Company shall be PAUL F. WESTENDORF, and the address of the registered agent for service of process shall be 456 12th Street West, Bradenton, Florida 34205.

ARTICLE VI

Management of Business

The Company shall be Member managed.

ARTICLE VII

Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

ARTICLE VIII


Operating Agreement

An Operating Agreement shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Operating Agreement may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Operating Agreement shall be set forth in the Operating Agreement.

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IN WITNESS WHEREOF, the undersigned organizing member of PAUL WESTENDORF
REALTY, L.L.C., has executed these Articles of Organization this 24 day of March,
2003.


PAUL F. WESTENDORF
Organizing Member

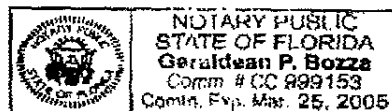
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 24 day of March, 2003
by PAUL F. WESTENDORF, who is personally known to me and did not take an oath.


Signature of Person Taking Acknowledgment

Name of Acknowledger Typed, Printed or Stamped

My commission expires:



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Sent By: HARRISON HENDRICKSON;

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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR PAUL WESTENDORF, LLC

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.


PAUL F. WESTENDORF

DATED: March 24, 2003

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