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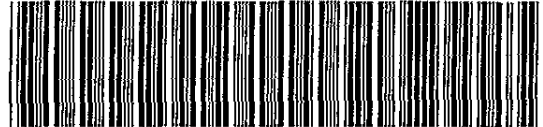
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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

J. BRYAN APR 29 2003

KENNETH B. WHEELER, LL.M. TAX, P.A.

ATTORNEYS AND COUNSELORS AT LAW

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April 25, 2003

Registration Section
Division of Corporations
Florida Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: N & M Enterprises, LLC

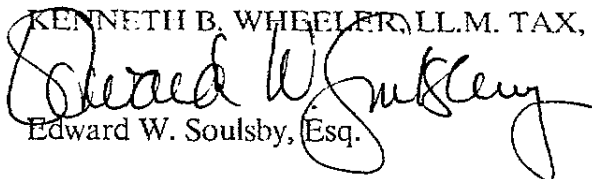
Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Organization for the above-referenced Limited Liability Company.

Also enclosed is a check in the amount of \$125.00 for the filing fees. Please return the copy with the filing information stamped thereon in the self-addressed stamped envelope provided.

If you have any questions regarding this matter, please do not hesitate to contact this office.

Sincerely,

KENNETH B. WHEELER, LL.M. TAX, P.A.

Edward W. Soulsby, Esq.

EWS/sac
Enclosures

cc: Mr. and Mrs. Melvin L. Johnson

**ARTICLES OF ORGANIZATION
OF
N & M ENTERPRISES, LLC**

The undersigned adopts the following Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608:

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

N & M Enterprises, LLC

**ARTICLE II
PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Limited Liability Company is:

6037 Windhover Drive
Orlando, Florida 32819

**ARTICLE III
PURPOSE**

The Limited Liability Company may transact any and all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE IV
REGISTERED AGENT**

The name and the Florida street address of the Registered Agent of the Limited Liability Company are:

Kenneth B. Wheeler, Esq.
1155 Louisiana Avenue, Suite 100
Winter Park, Florida 32789

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JENNIFER G. DEGENERATIONS
TALLAHASSEE, FLORIDA

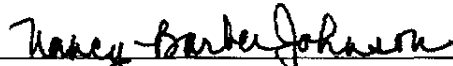
ARTICLE V
MANAGEMENT

The Limited Liability Company is to be managed by one or more manager(s) and is, therefore, a manager-managed Limited Liability Company.

ARTICLE VI
EFFECTIVE DATE

The Limited Liability Company shall commence its existence on the date on which these Articles are filed with the Florida Secretary of State and its duration shall be perpetual.

IN WITNESS WHEREOF, for the purpose of forming a limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned have executed these Articles of Organization this 24th day of April, 2003.



Nancy B. Johnson, Member



Melvin L. Johnson, Member

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JACKSONVILLE, FLORIDA

N & M Enterprises, LLC
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company organized under the laws of the State of Florida, submits the following statement in designating the name and street address of the Registered Agent of the Limited Liability Company in the State of Florida to accept service of process within Florida:

1. The name of the Limited Liability Company is: N & M Enterprises, LLC;
2. The name and street address of the Registered Agent of the Limited Liability Company is: Kenneth B. Wheeler, Esq., 1155 Louisiana Avenue, Suite 100, Winter Park, Florida 32789.

N & M Enterprises, LLC

By: Nancy B. Johnson
Nancy B. Johnson, Member

Melvin L. Johnson
Melvin L. Johnson, Member

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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named the Registered Agent and to accept service of process for N & M Enterprises, LLC, the above-stated limited liability company, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 608, Florida Statutes.

Kenneth B. Wheeler

Kenneth B. Wheeler, Esq., Registered Agent

Dated: April 24, 2003