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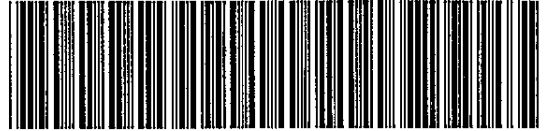
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 MAY 30 AM 9:18

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LAW OFFICES
HARRIS, BARRETT, MANN & DEW
A FLORIDA LIMITED LIABILITY PARTNERSHIP

JOHN C. DEW
FRANK J. GRECO
EVELYN F. KUTTLER
JOHN C. LAVERY

1715 N. WESTSHORE BOULEVARD, STE 750
TAMPA FLORIDA 33607-3926
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STE 470, SOUTHTRUST BANK BUILDING
150 SECOND AVENUE NORTH
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ST. PETERSBURG, FLORIDA 33731-1441
TELEPHONE (727) 892-3100
FAX (727) 898-0227

THOMAS M. HARRIS
SAM H. MANN, JR.
OF COUNSEL

PLEASE REPLY TO:

TAMPA OFFICE

May 27, 2003

VIA FEDERAL EXPRESS

Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization/Arena Maniscalco, L.L.C.

Dear Sir or Madam:

Enclosed please find Articles of Organization for the above referenced corporation. Kindly obtain a certified copy of the articles. My client's check in the amount of \$125.00 (filing fees and certification costs) is included.

Please forward the original, filed Articles via regular mail.

Should you have any questions regarding the above, please contact me immediately.

Sincerely,

HARRIS, BARRETT, MANN & DEW LLP

Frank J. Greco

FJG/rf
Enclosure

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TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
ARENA MANISCALCO, L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is ***Arena Maniscalco, L.L.C.*** ("Company").
2. Duration. The Company shall exist from the date hereon until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
3. Mailing Address and Street Address. The Company's mailing address is ***2810 St. Isabel, Tampa, Florida 33607.*** The Company's street address is ***2810 St. Isabel, Tampa, Florida 33607.***
4. Registered Agent and Office. The name of the initial registered agent of the Company is ***Frank J. Greco.*** The street address of the initial registered agent of the company is ***4047 Henderson Boulevard, Tampa, Florida .***
5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous consent, continue the business of the Company. In addition, any member who fails to make a required contribution shall be required to sell his/her interest to the other contributing members pursuant to the terms of the Regulations.
7. Management of the Company. The Company shall initially be managed by ***Andrew Arena and Anthony Maniscalco*** who shall serve as managers until the first annual meeting of the members or until their successors are elected and qualify:

<u>Name</u>	<u>Address</u>
<i>Andrew Arena</i>	<i>2810 St. Isabel Tampa, Florida 33607</i>
<i>Anthony Maniscalco</i>	<i>2810 St. Isabel Tampa, Florida 33607</i>

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CLERK OF DISTRICT COURT
HILLSBOROUGH COUNTY, FLORIDA

8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date hereof.

The undersigned executed these Articles of Organization on **May 28, 2003**.

x 

Andrew Arena
Arena Maniscalco, L.L.C. , Member

03 MAY 30 AM 9:18
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 COUNTY OF HILLSBOROUGH
 FLORIDA

STATE OF FLORIDA
 COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28th day of May, 2003, by **Andrew Arena**, who is personally known to me.



Printed Name:
 Notary Public



Danita R. Faxas
 MY COMMISSION # DD142733 EXPIRES
 August 21, 2006
 BONDED THRU TROY FAIR INSURANCE, INC.

My Commission Expires:
 Serial Number:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE 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 **ARENA MANISCALCO, L.L.C.**, desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named **FRANK J. GRECO, located at 4047 Henderson Boulevard, Tampa, Florida**, as its agent to accept service of process within this state.



Andrew Arena
Arena Maniscalco, L.L.C., Member

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TAMPA, FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby am familiar with the responsibilities under law as registered agent and accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



FRANK J. GRECO
Registered Agent