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TELEPHANES OF STATE
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OF THE

LAW OFFICES

NEILL, GRIFFIN, FOWLER, TIERNEY, NEILL & MARQUIS

CHARTERED

311 SOUTH SECOND STREET

SUITE 200

RICHARD V. NEILL+ CHESTER B. GRIFFIN** MICHAEL D. FOWLER* J. STEPHEN TIERNEY, III RICHARD V. NEILL, JR.*

FORT PIERCE, FLORIDA 34950

MAILING ADDRESS: POST OFFICE BOX 1270 FORT PIERCE, FL 34954

TELEPHONE (772) 464-8200 FAX (772) 464-2566

RENÉE C. MARQUIS*

*BOARD CERTIFIED WILLS, TRUSTS & ESTATES LAWYER **PROARD CERTIFIED TAXATION LAWYER**

+BOARD CERTIFIED CIVIL TRIAL LAWYER

July 8, 2003

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

Re:

W & P, L.L.C.

Dear Sir/Madam:

Enclosed herewith is the original and one copy of Articles of Organization, with Acceptance of Registered Agent, for W & P, L.L.C., together with our check in the amount of \$125.00 for the filing fee.

Please return a "filed" copy of the articles to this office with your receipt for the filing fee. A return envelope is enclosed for your convenience. Thank you.

==

Very truly yours,

Renée Marquis-Abrams

RMA:rf

Enclosures

George Pantuso cc:

ARTICLES OF ORGANIZATION

OF

W & P, 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 W & P, L.L.C. ("Company").

ARTICLE II-ADDRESS

The mailing address of the principal office of the Company shall be Post Office Box 14049, Fort Pierce, Florida 34979, and the street address of the Company shall be 3500 Shinn Road, Fort Pierce, Florida 34945.

ARTICLE III-REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is George Pantuso, 3500 Shinn Road, Fort Pierce, Florida 34945.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization on this at day of ______, 2003.

George Pantuso
Organizer/Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of W & P, 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 property and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

George Pantuso

SECRETARY OF STATE OF