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TALLAHASSEE, FLORIDA

J. BRYAN AUG 15 2003

JOHNSON & JOHNSON

ATTORNEYS AND COUNSELORS AT LAW
326 S. GRANDVIEW AVENUE
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RONALD N. JOHNSON

(386) 252-3900 - FAX

R. NEIL JOHNSON

August 12, 2003

Division of Corporations
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, Florida 32301

RE: In Land We Trust, LLC


Dear Sir or Madam:

Enclosed is an original and a copy of the Articles of Organization for filing for the above-captioned limited liability company and my Trust Account Check in the amount of \$155.00, which represents the filing fee and amount charged for the certified copy.

Please mail the certified copy of the Articles in the enclosed postage paid envelope.

Thank you,

Sincerely yours,


Ronald N. Johnson
Attorney at Law

RNJ/ch
enclosures

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

**ARTICLES OF ORGANIZATION
OF
IN LAND WE TRUST, LLC**

FILED
2003 AUG 13 PM 1:05
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned, for the purposed of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be IN LAND WE TRUST, LLC.

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company is 354 Pinewood Road, Ormond Beach, Florida 32174.

ARTICLE III – DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Attorney Ronald N. Johnson, 326 S. Grandview Avenue, Daytona Beach, FL 32118.

ARTICLE V – CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as follows:

1. Emilio Cirelli, the cash sum of Five Hundred (\$500.00) dollars.
2. Luz Cirelli, the cash sum of Five Hundred (\$500.00) dollars.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII – ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer its interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of its interest approve of the proposed transfer by written consent.

ARTICLE VIII – MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy or resignation of a member, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX – MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are as follows:

1. Emilio Cirelli, 354 Pinewood Road, Ormond Beach, Florida 32174.
2. Luz Cirelli, 354 Pinewood Road, Ormond Beach, Florida 32174.

ARTICLE X – AUTHORIZED REPRESENTATIVE

The members of this company, Emilio Cirelli and Luz Cirelli authorize their attorney, Ronald N. Johnson, to act as their authorized representative, whose address is 326 South Grandview Avenue, Daytona Beach, Florida 32118, to form this limited liability company and to execute and file these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizer and as the authorized representative of the members of this LLC has made and subscribed these Articles of Organization at Daytona Beach, Florida, on this 14th day of August 2003.

By: Ronald N. Johnson
Ronald N. Johnson, Esquire
The Members Authorized Representative

STATE OF FLORIDA)
)
COUNTY OF VOLUSIA)

I HEREBY CERTIFY, That on this 12th day of August, 2003, before me personally appeared Ronald N. Johnson, Esquire, as the Members authorized representative, under the laws of the State of Florida, to me known to be the person described in and who executed the foregoing Articles of Organization, who is personally known to me.

(Seal)

Catherine M. Speidel
Notary Public



Catherine M. Speidel
Commission # DD 014990
Expires May 12, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

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2003 AUG 13 PM 1:05
WYATT CORPORATION
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

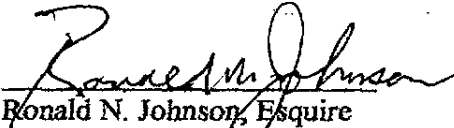
Under the provisions of F.S. 608.414 or 608-507, In Land We Trust, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is In Land We Trust, LLC.
2. The name and street address of the registered agent in Florida are:

Ronald N. Johnson, Esquire
326 S. Grandview Avenue
Daytona Beach, FL 32118.

The undersigned, being the person named in the articles of Organization of In Land We Trust, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designed 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 proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

Registered Agent:


Ronald N. Johnson, Esquire

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TALLAHASSEE, FLORIDA