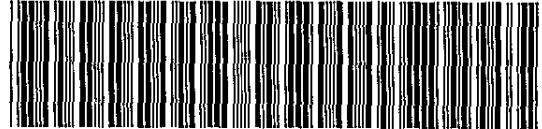


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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA



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08/19/03--01071--004 **130.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HODGES FINANCIAL SERVICES
585 S RONALD REAGAN BLVD STE 121
LONGWOOD, FL 32750-5462
407-830-6773
FAX 407-830-5805

August 14, 2003

Department of State
Division of LLC
409 East Gaines St
Tallahassee, FL 32399

Dear Sir or Madam:

Enclosed please find the Articles of Organization for NEW HEIGHTS FINANCIAL
GROUP II, LLC.

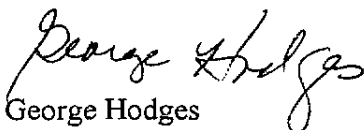
We have enclosed a check in the amount of \$130.00 to cover the Filing Fee, Registered
Agent Fee and Certificate of Status.

Please send the Certificate of Status back to us at:

HODGES FINANCIAL SERVICES
585 S RONALD REAGAN BLVD STE 121
LONGWOOD FL 32750-5462

Thank you for your prompt attention in this matter.

Sincerely yours,


George Hodges

ARTICLES OF ORGANIZATION
NEW HEIGHTS FINANCIAL GROUP II, LLC
A Florida Limited Liability Company

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03 AUG 19 PM 12:54
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Limited Liability Company is:

NEW HEIGHTS FINANCIAL GROUP II, LLC

And is referred to in these Articles of Organization as the "Company."

ARTICLE II

MAILING AND STREET ADDRESS

The mailing address of the principal office of the Limited Liability Company is as follows:

1321 Sterling Oak Drive
Casselberry, Florida 32707

The street address of the principal office of the Limited Liability Company is as follows:

1321 Sterling Oak Drive
Casselberry, Florida 32707

ARTICLE III

REGISTERED AGENT

The address of the initial Registered Office and Registered Agent at such address are as follows:

George Hodges
585 South Ronald Reagan Blvd, Suite 121
Longwood, Florida 32750-5462

**ARTICLE IV
MANAGEMENT**

The Company is to be a manager-managed company.

ARTICLE V

COMMENCEMENT OF COMPANY'S EXISTENCE

In accordance with Section 608.409(1), Florida Statutes, the Company's existence shall be deemed to have commenced at 12:01 A.M. on August 12, 2003.

ARTICLE VI

DURATION

The Company's existence shall be perpetual, unless terminated earlier by the unanimous written agreement of all Members.

ARTICLE VII

AMENDMENT

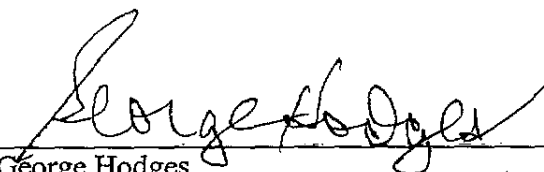
The power to adopt, alter, amend or repeal these Articles and the Operating Agreement of this Company shall be vested in the voting Members of the Company.

ARTICLE VIII

APPLICABLE LAW

The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.

Dated this 14th day of August, 2003.



George Hodges
Representative of a Member

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03 AUG 19 PM 12:
CLERK OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

OF

REGISTERED AGENT AND REGISTERED OFFICE

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03 AUG 19 PM 12:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company 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:

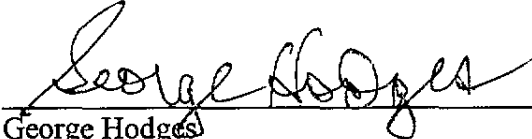
NEW HEIGHTS FINANCIAL GROUP II, LLC

2. The name and the Florida street address of the Registered Agent are as follows:

George Hodges
585 South Ronald Regan Blvd, Suite 121
Longwood, Florida 32750-5462

Having been named as Registered Agent and to accept service of Process for the above stated Limited Liability Company at the place designate 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 obligation of my position as Registered Agent as provided for in Chapter 608 of the Florida Statutes.

Dated effective the 14th day of August, 2003


George Hodges