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G. Michael Mackenzie, P.A.



July 23, 2003

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

RE: Articles of Incorporation for Lehigh-Varsity, LLC

Dear Ladies/Gentlemen:

Please find enclosed the original and a copy of the Articles of Incorporation for the above proposed Florida corporation. A lso enclosed is our check in the amount of \$78.75 representing the filing fees and a certified copy of the Articles of Incorporation.

When this corporation has been duly qualified, please forward a certified copy of the Articles of Incorporation to this office in the enclosed stamped envelop.

Sincerely,

Leslie Lucchesi Legal Assistant enclosures/ll

Michael Mackenzie, Attorney and Counselor at Law

Board Certified Real Estate Lawyer • Mortgage Law • Estate Planning & Probate 1027 Broadway, Suite A, Dunedin, FL 34698 • PH: (727) 733-1722 • FX: (727) 733-1717 • mike@mike-mackenzie.com • www.mike-mackenzie.com



G. Michael Mackenzie, P.A.

August 25, 2003

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Lehigh-Varsity, LLC Lehigh-Reserve, LLC

Dear Ms. Cushing:

Enclosed please find the above documents for filing of the Articles of Organization. As per our conversation, we changed the effective dates accordingly.

If you have any questions, please don't hesitate to call.

Thanks for your help!

Sincerely.

Leslie Lucchesi Legal Assistant

enclosures/II

Michael Mackenzie, Attorney and Counselor at Law
 Board Certified Real Estate Lawyer • Mortgage Law • Estate Planning & Probate
 1027 Broadway, Suite A, Dunedin, FL 34698 • PH: (727) 733-1722 • FX: (727) 733-1717 • mike@mike-mackenzie.com • www.mike-mackenzie.com



August 1, 2003

LESLIE LUCCHESI C. MICHAEL MACKENZIE, P.A. 1027 BROADWAY, SUITE A DUNEDIN, FL 34698

SUBJECT: LEHIGH-VARSITY, LLC Ref. Number: W03000021766

We have received your document for LEHIGH-VARSITY, LLC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

We will need a balance of \$76.25.

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on July 28, 2003. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing Document Specialist

Letter Number: 903A00044440



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

August 19, 2003

LESLIE LUCCHESI C. MICHAEL MACKENZIE, P.A. 1027 BROADWAY, SUITE A DUNEDIN, FL 34698

SUBJECT: LEHIGH-VARSITY, LLC Ref. Number: W03000021766

We have received your document for LEHIGH-VARSITY, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As stated in our previous letter you can not have the effective date of July 15th. In order to be able to have that date we would have had to receive your document by July 22nd. We did not receive it until July 28th. So therefore, you will need to change the effective date to 5 days prior to the received date or you can have up to 90 days in the future.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Letter Number: 203A00046998

Diane Cushing Document Specialist



ARTICLES OF ORGANIZATION OF LEHIGH-VARSITY, LLC

The undersigned, for the purpose 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 **LEHIGH-VARSITY**, **LLC**. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is: 633 Poinsettia Rd., Belleair, Florida 33756.

ARTICLE III -- DURATION

The company shall commence its existence on August 1, 2003. The company's existence shall be perpetual, unless the company is dissolved 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 are:

THOMÁS L. HEIRONIMUS 633 Poinsettia Rd. Belleair, Florida 33756

ARTICLE V -- 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 his or her 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 100% of all the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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 the unanimous vote of all the remaining members.

ARTICLE VII - MANAGEMENT

The company shall be managed by a manager 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 name and address of the initial manager of the company is:

1

THOMAS L. HEIRONIMUS 633 Poinsettia Rd. Belleair, Florida 33756

IN WITNE these articles of	ESS WHEREOF, the under organization at Clearwater	rsigned organizers have made and subscribed r, Florida, on July, 2003.
-		THOMAS LAHEIRONIMUS
		G. MICHAEL MACKENZIE
		28
	•	
Sworn to	and subscribed before me	this Paday of July, 2003, by THOMAS Line
HEIRONIMUS a	nd G. MICHAEL MACKEN	ZIE, who are both personally known to me or
who produced		as identification.
,		AFFE RRIDA
(Seal)	Leslie Lucchesi My Commission DD170995 Expires December 11, 2006	Notary Public, State of Florida (Name) LESUE UCCLOSI My commission expires: Dec 11.06

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY acknowledge that I am familiar with and accept the obligations of Registered Agent, to accept service of process for the Florida Limited Liability Company, **LEHIGH-VARSITY**, **LLC**.

THOMAS L. HEIRONIMUS

STATE OF FLORIDA COUNTY OF PINELLAS

I HEREBY CERTIFY that on this ______ day of July, 2003, personally appeared **THOMAS L. HEIRONIMUS**, who is personally known to me or who produced a Florida drivers license as identification.

(Seal)

MOTARY PUBLIC 18 LIS My Commission Expires:

ARY OF STATE