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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

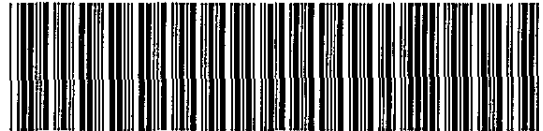
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 238252 7371595

AUTHORIZATION :

COST LIMIT : \$ 160.00

FILED
03 SEP 11 PM 4:41
TALLAHASSEE, FLORIDA

ORDER DATE : September 11, 2003

ORDER TIME : 10:45 AM

ORDER NO. : 238252-005

CUSTOMER NO: 7371595

CUSTOMER: Ms. Lisa Zook
Galbraith Associates

Suite 2
9115 Galleria Court
Naples, FL 34109

DOMESTIC FILING

NAME: S. & P., LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION OF
S. & P., LLC**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "S. & P., LLC."

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is:

226 Barefoot Beach Boulevard
Bonita Springs, FL 34134

ARTICLE III — Registered Agent:

The name and the Florida street address of the initial registered agent are:

Jerome M. Strauss
9115 Galleria Court, # 2, Naples, Florida 34109

ARTICLE IV — Management:

The Company is to be managed by the members.

ARTICLE V — Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 2nd day of September, 2003.



Paula M. Robinson, President of S. & P., LLC
(signature of authorized representative)

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

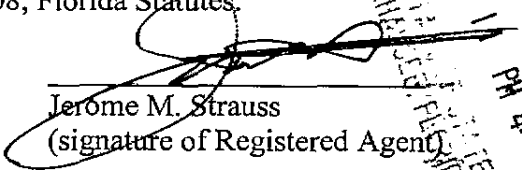


Paula M. Robinson, President of S. & P., LLC

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SEP 11 PM 4:41
CLERK OF CIRCUIT COURT
FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 obligations of my position as registered agent under Chapter 608, Florida Statutes.


Jerome M. Strauss
(signature of Registered Agent)

In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Jerome M. Strauss