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TAMPA BAY LAW GROUP, P.A.

Attorneys At Law James Barrow, P.A.* Lisa A. Hoppe, P.A. Eugene M. LeFloch, P.A.

*Admitted NY and Florida Bars

1311 N. West Shore Blvd. Suite 205 Tampa, FL 33607-4614 813-282-7257 813-282-8695 (Fax)

September 17, 2003

Registration Section Division of Corporations PO Box 6327 Tallahassee, FL 32314

Re: Art'cles of Organization for L & R Holdings, LLC

Dear Sir/Madam:

Enclosed for filing in the above-mentioned matter are Articles of Organization for L & R Holdings, LLC, along with our check in the amount of \$155.00, for the filing fee, designation of Registered Agent, and certified copy fee. Please issue the certified copy of the Articles of Organization to the named Registered Agent.

If you have any questions or require further information, please do not hesitate to contact me.

Sincerely,

Attorney at Law

JB/kd Enclosure(s)

cc: LeAnn and Robert Sapp

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: L & R Holdings, LLC

132 Forest Wood Court Spring Hill, Florida 34609

ARTICLE II - Address:

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

Principal Office Address:	Mailing Address:
132 Forest Wood Court	132 Forest Wood
Spring Hill, Florida 34609	Spring Hill, Flor

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

James Barrow, Esq. Name 1311 North West Shore Blvd., #205 Florida street address (P.O. Box NOT acceptable)

Tampa, Florida 33607-4614 City, State and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated 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 obligations of my position as registered agent as provided for in Chapter 608, F.S.

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ARTICLE IV - Manager(s) ro Managing Member(s):
The name and address of each Manager or Managing Member is a s follows:

<u>Title:</u> "MGR" = Manager "MGRM" = Managing Member	Name and Address:
MGRM	L & R Freight Systems, LLC 132 Forest Wood Court Spring Hill, Florida 34609
MGRM ;	L & R Real Estate Investments, LLC 132 Forest Wood Court Spring Hill, Florida 34609
·	
REQUIRED SIGNATURE:	
Signature of member or	an authorized representative of a member
	on 608.408(3), Florida Statutes, the execution tes an affirmation under the penalties of perjury n are true.)
LeAnn S.	Sopport or printed name of signee