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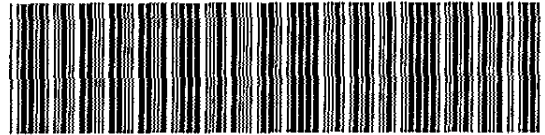
(Business Entity Name)

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TRANSMITTAL LETTER

September 11, 2003

**DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314**

SUBJECT: WOODY'S WHITEHALL PROPERTIES, LLC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES FOR THE LIMITED LIABILITY COMPANY. ALSO ENCLOSED IS A CHECK IN THE AMOUNT OF \$125.00 REPRESENTING PAYMENT OF THE FOLLOWING:

Filing Fee	\$100.00
Registered Agent Fee	\$ 25.00

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PLEASE FILE THE ENCLOSED DOCUMENT AND RETURN A COPY TO THE UNDERSIGNED.

**FROM: CHARLES WOODY
12240 TREETOP COURT
ORLANDO, FLORIDA 32832
(407)701-2854**

ARTICLES OF ORGANIZATION
OF
WOODY'S WHITEHALL PROPERTIES, LLC.

The undersigned as an Organizer of a limited liability company under the Florida Limited Liability Company Act adopts the following Articles of Organization:

I. NAME

The name of this limited liability company is WOODY'S WHITEHALL PROPERTIES, LLC
(hereinafter "Company")

II. PURPOSE

The purpose for which Company is formed is to engage in any activity permitted under the laws of the State of Florida

III. TERM OF EXISTENCE

This Company shall begin existence at the date of filing and shall exist perpetually.

IV. PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company is:
12240 TREETOP COURT, ORLANDO, FLORIDA 32832

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V.

REGISTERED AGENT AND OFFICE

The name and street address of the Company's registered agent, whose Acceptance of Appointment as Registered Agent is included with these Articles is:

CHARLES WOODY
12240 TREETOP COURT
ORLANDO, ORLANDO 32832

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VI.

MEMBERS

There shall be two classes of Members as follows:

(a) CAPITAL MEMBERS : shall be those members contributing capital, in the form of cash, goods and/or services, to the Company. Capital Members shall be entitled to one (1) vote in Member decisions for each Capital Member unit owned.

(b) MANAGING MEMBERS: Managing Members shall be the member contributing to the management of the Company. There shall be one (1) or more Managing Members who shall be elected by the Capital Members. A Managing Member need not be a Capital Member of the Company. Each Managing Member is entitled to one (1) vote in the management decisions of the Company.

(c) Units. There shall be One Thousand (1,000) Capital Member units authorized

VII.

ADMISSION OF MEMBERS

The Members of the Company may admit additional members, which admission shall require the approval of those Members owning a majority of the Capital Member units of the Company. Criteria for admission to membership may be set forth in the regulations of the Company.

VIII.

CONTINUTTY

The remaining Members of the Company will have the right to continue the business of The Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

IX.

MANAGEMENT

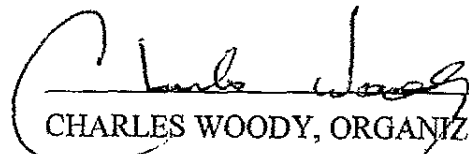
The business of the Company will be conducted under the exclusive management of its Managing Members who shall have authority to act for the Company as set forth in the Operating Agreement of the Company. The name and address of the initial Managing Member of the Company who shall serve until the first annual meeting of members or until his successor is elected and qualified is:

CHARLES WOODY

12240 TREETOP COURT

ORLANDO, FLORIDA 32832

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization in accordance with Section 608.408(3), Florida Statutes, this 11 day of Sept. 2003.


CHARLES WOODY, ORGANIZER

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY CORPORATION, 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 :
WOODY'S WHITEHALL PROPERTIES, LLC.
2. THE NAME AND THE FLORIDA STREET ADDRESS OF THE REGISTERED AGENT ARE:

CHARLES WOODY
12240 TREETOP COURT
ORLANDO, FLORIDA 32832

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY CORPORATION 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

By: Charles Woody 9/11/03
(SIGNATURE) (DATE)