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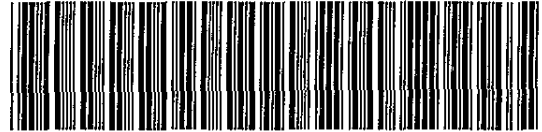
(Business Entity Name)

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[Signature]

DOROTHY L. HUKILL, P.A.
Attorney and Counsellor at Law

ALSO ADMITTED IN NEW YORK

(386) 304-3133

1620 SOUTH CLYDE MORRIS BOULEVARD
SUITE 110
DAYTONA BEACH, FLORIDA 32119
FACSIMILE (386) 304-3135

December 15, 2003

VIA UPS
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Northeast Florida Properties, LLC

Dear Sir/Madam:

Please file the enclosed original Articles of Organization for Northeast Florida Properties, LLC. My firm's check in the sum of \$130.00 is also enclosed for the filing fee (\$100.00), designation of registered agent (\$25.00), and certificate of status fee (\$5.00).

Please return all correspondence concerning this matter to the following:

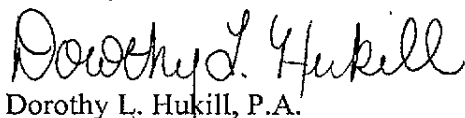
Dorothy L. Hukill, P.A.
1620 S. Clyde Morris Blvd.
Suite 110
Daytona Beach, FL 32119


For further information concerning this matter, please call:

Dorothy L. Hukill, Esquire
Dorothy L. Hukill, P.A.
Telephone Number 386-304-3133

Thank you for your attention to this matter.

Sincerely,


Dorothy L. Hukill, P.A.

DLH/tap 

Enclosures

ARTICLES OF ORGANIZATION
OF
NORTHEAST FLORIDA PROPERTIES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby execute the following Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company is:

NORTHEAST FLORIDA PROPERTIES, LLC

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Department of State. The Company's existence shall be perpetual, unless the Company is dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSES AND POWERS

The Company is organized and authorized to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida or any other state or country in which the Company is doing business.

ARTICLE IV - ADDRESS

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

1744 John Anderson Drive, Ormond Beach, FL 32176

ARTICLE V - REGISTERED AGENT, REGISTERED OFFICE

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

GARY P. SMITH, 1744 John Anderson Drive, Ormond Beach, FL 32176

ACCEPTANCE OF DESIGNATION

Having been named Registered Agent to accept service of process for the above stated Limited Liability Company at the place designation in the within Articles of Organization, I hereby accept the appointment as registered agent and agree to comply with the provision of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations provided in Chapter 608, Florida Statutes.


GARY P. SMITH, Registered Agent

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TALLAHASSEE, FLORIDA

ARTICLE VI - CAPITAL CONTRIBUTIONS

The Members of the Company shall contribute cash and/or capital to the Company as agreed upon by the unanimous consent of all the Members.

ARTICLE VII - MANAGEMENT

The Company shall be managed by a Manager or Managers. GARY P. SMITH, 1744 John Anderson Drive, Ormond Beach, FL 32176, will serve as Managing Member of the Company until his successor is elected and qualified. The Manager is hereby authorized to convey and encumber title to all real and personal property of the Company, borrow money or obtain other financial accommodations for the Company, create security interests in any property of the Company, and to otherwise deal with the assets and property of the Company in any manner which the Manager deems appropriate. In furtherance of such authorization, the Manager shall have the authority to execute on behalf of the Company any and all agreements, deeds, mortgages, security interests, conditional sales contracts, debt covenants, trust agreements, indentures, leases, conveyance documents, and all other certificates, instruments, and documents as are necessary, reasonable or desirable to convey or encumber title to any real or personal property of the Company. The signature and execution of such documents by the Manager shall clearly set forth that the execution is on behalf of the Company, and that the Manger is signing on behalf of the Company. Third parties may rely upon the execution of such documents by the Manager as binding on the Company without further inquiry, consent or approval.

ARTICLE VIII - MEMBERS

The names and addresses of the Members of the Company are:

Gary P. Smith
1744 John Anderson Drive
Ormond Beach, FL 32176

April R. Smith
1744 John Anderson Drive
Ormond Beach, FL 32176

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TALLAHASSEE, FLORIDA

ARTICLE IX - ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and upon such terms and conditions as shall be determined by all the Members.

ARTICLE X - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or upon 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 written consent of all the remaining Member(s).

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of Organization this 15 day of December, 2003.

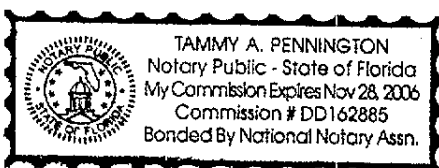

GARY P. SMITH, Member

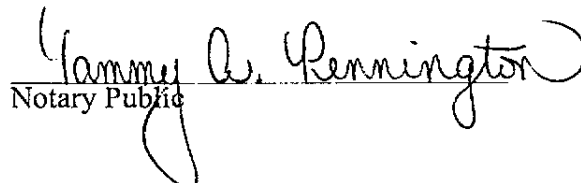

APRIL R. SMITH, Member

(In accordance with Section 608.408(2), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA
COUNTY OF VOLUSIA

THE FOREGOING instrument was sworn to, subscribed and acknowledged before me this 15 day of December, 2003 by Gary P. Smith and April R. Smith, who have produced Florida Drivers Licenses as identification.




Notary Public