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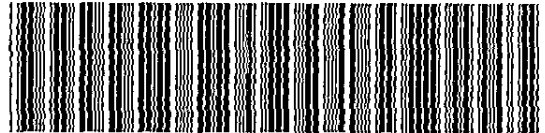
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WILLIAM H. SNED, JR.
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March 15, 2004

Corporate Records Bureau
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VIA: FEDERALEXPRESS

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Re: Chaz Properties L.L.C.

Gentlemen:

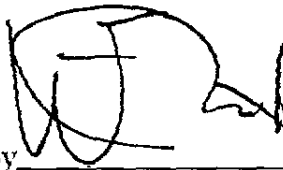
Enclosed herewith please find an original and one copy of the Articles of Organization for Chaz Properties L.L.C.

Also, please find enclosed our check no. 12452 in the amount of \$125.00 to cover the cost of charter and filing registered agent fee.

We trust you will find the enclosed documents in order and your assistance in this matter is greatly appreciated.

Sincerely,

PRUITT & PRUITT, P.A.

By 

William E. Pruitt

WEP/cs
Enclosures

ARTICLES OF ORGANIZATION

ARTICLES OF ORGANIZATION OF CHAZ PROPERTIES L.L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be CHAZ PROPERTIES L.L.C., and its principal office shall be located at 3460 Fairlane Farms Road, Suite 8, Wellington, County of Palm Beach, State of Florida, and the mailing address shall be 3460 Fairlane Farms Road, Suite 8, Wellington, Florida 33414, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

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1. To engage in any activity or business authorized under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or

service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be

amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

- (1) Gary F. Czajkowski - 8035 Dillman Road, West Palm Beach, Florida 33411 - MGR
- (2) Mary J. Czajkowski - 8035 Dillman Road, West Palm Beach, Florida 33411- MGRM

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTION

Capital contribution is cash with a value of \$1,000.00. Additional contributions may be made a requirement for investment purposes, as determined by

unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conduction the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being March 20, 2004.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII

DURATION

This limited liability company's existence shall be perpetual, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 3030 South Dixie Highway, Suite 5, West Palm Beach, County of Palm Beach, State of

Florida, 33405, and the name of the company's initial registered agent at that address is William E. Pruitt.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of CHAZ PROPERTIES L.L.C.

Executed by the undersigned at West Palm Beach, Palm Beach County, Florida, on March 15, 2004, 2004.

By

Mary J. Czajkowski
MARY J. CZAJKOWSKI

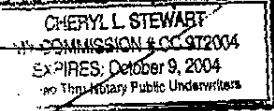
The forgoing instrument was acknowledged before me this 15th Day of March, 2004 (date) by MARY J. CZAJKOWSKI (name of acknowledging member or agent), on behalf of CHAZ PROPERTIES L.L.C., a limited liability company. She is personally known to me or has produced C 220-590-57-504-0 (type of identification) as identification.

Cheryl L. Stewart
Notary Public

CHERYL L STEWART
Printed Name



Commission No. _____



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

STATE OF FLORIDA
COUNTY OF PALM BEACH

Pursuant to the provisions of Section 608.407 (1) (d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is CHAZ PROPERTIES L.L.C.

The name of the registered agent for CHAZ PROPERTIES L.L.C. is William E. Pruitt, and the street address of the company's registered office where the agent is located is 3030 South Dixie Highway, Suite 5, West Palm Beach, Florida 33405. This statement is to acknowledge that as indicated above, CHAZ PROPERTIES L.L.C. has appointed me, William E. Pruitt, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

MARCH 15, 2004
DATED William E. Pruitt
WILLIAM E. PRUITT
(signature of registered agent)

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The foregoing instrument was acknowledged before me this 15th day of March, 2004, by WILLIAM E. PRUITT, agent on behalf of CHAZ PROPERTIES L.L.C. He is personally known to me or has produced _____ as identification.

Cheryl L. Stewart
Notary Public

CHERYL L. STEWART
Printed Name

Commission No. _____

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