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CAUTHEN & FELDMAN, P.A.

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Division of Corporations

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LIMITED LIABILITY COMPANY

FISCHER BROTHERS ENTERPRISES, LLC

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**ARTICLES OF ORGANIZATION
OF
FISCHER BROTHERS ENTERPRISES, LLC**

The undersigned hereby executes and acknowledges these Articles of Organization 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 and hereby adopt the following Articles of Organization for such limited liability company:

**ARTICLE I
Name and Principal Office**

The name of this limited liability company is **FISCHER BROTHERS ENTERPRISES, LLC** and its principal office and mailing address is located at 32641 Radio Road, Suite 102, Leesburg, FL 34788.

**ARTICLE II
Duration**

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

**ARTICLE III
Purpose**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
Continuation of Business**

If the managers do not elect to dissolve this Company within ninety (90) days after 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 this Company, then this company shall not be dissolved by reason of such event, its affairs

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shall not be wound up, and it shall remain in existence as a limited liability company under the laws of the State of Florida.

ARTICLE V Membership

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

ARTICLE VI Dissolution

The limited liability company will dissolve as provided in the Operating Agreement executed by and among the members.

ARTICLE VII Management

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of the manager's deaths, resignations, replacements or until the first annual meeting of the members and the manager's successors are elected and qualified, shall be: **ROBERT A. FISCHER and NEIL J. FISCHER.**

ARTICLE VIII Amendment of Articles of Organization

These Articles of Organization and the Company's Operating Agreement may be amended at any time by the members.

(b) The regulations of this Company shall be for the government of this Company and may contain any provisions or requirement for the management or conduct of the affairs and business of this Company, provided the same are not inconsistent with the provisions of these Articles of Organization, or contrary to the laws of the State of Florida or the United States.

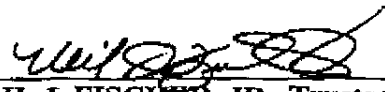
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ARTICLE IX
Initial Registered Office and Agent

The street address of this limited liability company's initial registered office is **32641 Radio Road, Suite 102, Leesburg, FL 34788** and the name of this limited liability Company's initial registered agent is **ROBERT A. FISCHER**.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of this limited liability Company this 4th day of May, 2004.


ROBERT A. FISCHER


NEIL J. FISCHER, JR., Trustee of the
NEIL J. FISCHER, JR. FAMILY
TRUST dated February 6, 2004

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

ROBERT A. FISCHER, having been named as registered agent to accept service of process for **FISCHER BROTHERS ENTERPRISES, LLC**, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: **32641 Radio Road, Suite 102, Leesburg, FL 34788.**

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 4th day of May, 2004.


ROBERT A. FISCHER