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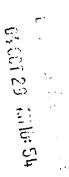
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#### WELLBAUM & WOLFF, P.A.

R. W. WELLBAUM, JR.
LORI WELLBAUM WOLFF\*
\*ALSO ADMITTED IN CALIFORNIA

686 NORTH INDIANA AVENUE, SUITE A ENGLEWOOD, FLORIDA 34223 TELEPHONE (941) 474-3241 FAX (941) 475-2927

October 27, 2004

Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: WALSH FLORIDA PROPERTIES, L.L.C.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Organization for Florida Limited Liability Company and the Designation of Registered Agent for the above referenced matter.

Please file the Articles of Organization with the State and return a certified copy of same to my office.

Also enclosed is a check in the amount of \$155.00 for costs of filing.

Thank you for your cooperation. Should you have any questions, please contact my office.

Very truly yours,

X.W. Wellbaum, Jr.

RWW/ljr

Enclosures

## ARTICLES OF ORGANIZATION OF WALSH FLORIDA PROPERTIES, L.L.C.

#### ARTICLE I

#### Name

The name of the Limited Liability Company is WALSH FLORIDA PROPERTIES, L.L.C.

#### ARTICLE II

#### **Address**

The mailing and street address of the Company's principal office is 1546 W. Mt. Vernon Road, Mount Vernon, Iowa 52314.

#### ARTICLE III

#### Duration

The period of duration of the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

#### ARTICLE IV

#### Registered Agent and Office

The name and address of the Company's initial registered agent in Florida is CorpDirect Agents, Inc., 103 N. Meridian Street, Lower Level, Tallahassee, Florida 32301.

#### ARTICLE V

#### Management

The Company is to be managed by BARBARA L. WALSH. She will serve until the first annual meeting of the members. The initial manager is identified as follows:

#### BARBARA L. WALSH

#### ARTICLE VI

#### **Admission of New Members**

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

#### ARTICLE VII

#### **Continuation of Business**

The remaining members of the Company have the right to continue the business on 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. The business may be continued only on the unanimous written consent of the remaining members.

#### ARTICLE VIII

#### **Additional Provisions**

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managers listed in Article V.

IN WITNESS WHEREOF, I have executed these Articles of Organization on this \_\_\_\_\_

day of \_\_\_\_\_\_\_, 2004, at in Mount Vernon, Iowa.

BARBARA L. WALSH

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

WALSH FLORIDA PROPERTIES, L.L.C.

2. The name and address of the registered agent and office is:

CorpDirect Agents, Inc.
103 N. Meridian Street, Lower Level
Tallahassee, FL 32301

Having been named as registered agent and to accept service of process for the abovenamed 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.

Dated: 10/25/04

ED LARY, Asst. Sec