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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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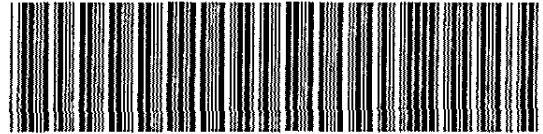
(Business Entity Name)

(Document Number)

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CORPORATIONS
TALLAHASSEE, FLORIDA

DOWN FEB 15 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: UESI Properties, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Steven L. Sparkman
(Name of Person)

Steven L. Sparkman, P.A.
(Firm/Company)

P.O. Box 2058
(Address)

Plant City, FL 33564-2058
(City/State and Zip Code)

For further information concerning this matter, please call:

Steven L. Sparkman at (813) 759-1444
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|---|---|--|

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
UESI Properties, LLC

The undersigned, being authorized to execute and file these Articles of Organization, hereby certify that:

ARTICLE I -- NAME

The name of the limited liability company (hereinafter referred to as the "Company") is:
"UESI Properties, LLC."

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company is:
203 East Laura Street, Plant City, Florida 33563.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida are:

James G. Harden

Name

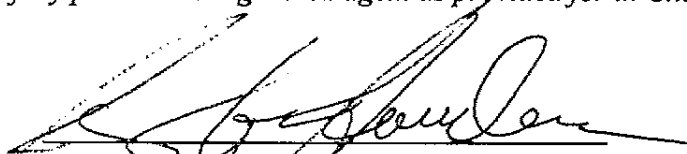
203 East Laura Street

Florida Street Address (P.O. Box NOT acceptable)

Plant City, Florida 33563

City, State and Zip Code

Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

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TALLAHASSEE, FLORIDA


ARTICLE V -- MANAGEMENT

The Company shall be managed by the members.

ARTICLE VI -- LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act no member of the Company shall be an agent of the Company solely by virtue of being a member.

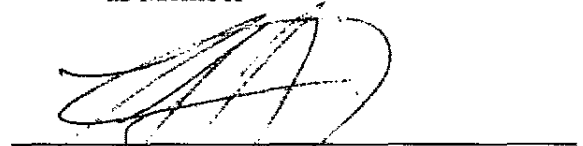
IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act at Plant City, Florida, on February 5, 2005.



Signature of a member or an authorized representative of a member.

James G. Harden

Typed or printed name of signee
as Member



Signature of a member or an authorized representative of a member.

Timothy L. Toole

Typed or printed name of signee
as Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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