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2005 MAR 22 P 3:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PULLUM & PULLUM, P.A.
ATTORNEYS AND COUNSELORS AT LAW

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2005 MAR 22 P 3:17

J. STEPHEN PULLUM
MARYBETH L. PULLUM

SUITE 701 FIRST FAMILY OAKS STATE
1330 W. CITIZENS BLVD. LEESBURG, FLORIDA
LEESBURG, FLORIDA 34748

TELEPHONE (352) 728-3060

FAX (352) 728-0003

March 15, 2005

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: 468, L.L.C.

Gentlemen/Ladies:

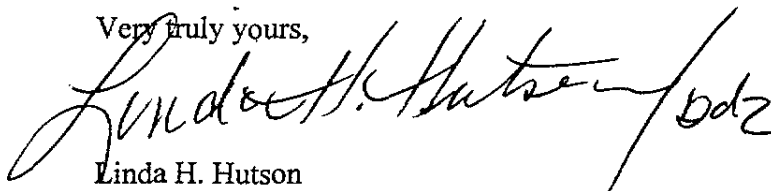
Enclosed please find our firm's check in the amount of \$155.00 to cover the following fees of your office.

Filing Articles of Organization	\$100.00
Certification of Articles	30.00
Filing Resident Agent Form	25.00

We enclose original and one copy of Articles of Organization of this proposed Limited Liability Company and executed resident agent form. Please endorse your approval on the copy of the Articles of Organization, certify same and return to us, together with acknowledgment of filing of resident agent.

Thank you for your attention to the above.

Very truly yours,


Linda H. Hutson
Legal Assistant

Enclosures
(L:\468\LLC Sec State Let.lhh)

**ARTICLES OF ORGANIZATION OF
468, L.L.C.**

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2005 MAR 22 P 3:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the Limited Liability Company ("Company") is 468, L.L.C.

ARTICLE II. PURPOSE

The purpose of this Limited Liability Company may include the transaction of any and all lawful business for which Limited Liability Companies may be organized in the State of Florida.

ARTICLE III. ADDRESS

The mailing and street address of the Company's principal office is 117 North Seventh Street, Leesburg, Florida 34748

ARTICLE IV. MEMBERS AT TIME OF FORMATION

There shall be at least one member at the time the limited liability company is formed. The member at the time of formation is:

JOHN D. O'KELLEY

117 North Seventh Street
Leesburg, FL 34748

ARTICLE V. DURATION

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

ARTICLE VI. REGISTERED AGENT AND OFFICE

The name of the Company's initial Registered Agent in Florida is **J. STEPHEN PULLUM**. The address of the Company's registered office in Florida is **1330 W. Citizens Blvd., Suite 701, Leesburg, Florida 34748**.

ARTICLE VII. MANAGEMENT

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The Company is to be managed by the members. Each managing member is identified as follows:

2005 MAR 22 P 3:17

JOHN D. O'KELLEY

117 North Seventh Street
Leesburg, FL 34748

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII. ADMISSION OF NEW MEMBERS

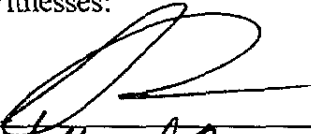

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX. MEMBERS RIGHT TO CONTINUE 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.

16 ~~DE~~ WITNESS WHEREOF, these Articles of Organization have been executed on this day of March, 2005, at Leesburg, Florida.

Witnesses:


JOHN D. O'KELLEY

"MEMBER"

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 16th day of March, 2005, by JOHN D. O'KELLEY, as the Member to these Articles of Organization. Said person did not take

an oath and (check one) ☒ is personally known to me, _____ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or produced other identification, to wit: _____



Betty D Zwayer
My Commission DD111271
Expires April 22, 2006

Betty D Zwayer
Printed Name: _____
NOTARY PUBLIC State of Florida
Commission # _____
My Commission Expires: _____

2005 MAR 22 P 3:17
DEPT. OF STATE
TALLAHASSEE, FLORIDA

(L:\468\LLC Articles.lhh)

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOW-
ING IS SUBMITTED:

FIRST-- THAT 468, L.L.C. DESIRING TO ORGANIZE OR QUALIFY UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY
OF LEESBURG, STATE OF FLORIDA, HAS NAMED J. STEPHEN PULLUM, LOCATED
AT 1330 W. CITIZENS BLVD., SUITE 701, CITY OF LEESBURG, STATE OF FLORIDA, AS
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE _____

(L.L.C. Manager)

TITLE _____

DATE _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED L.L.C., AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVI-
SIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE
OF MY DUTIES.

SIGNATURE _____

(Resident Agent)

DATE _____

(L:\468\LLC Resident Agent.lhh)