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SLOTT, BARKER & NUSSBAUM

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

334 East Duval Street Jacksonville Florida 32202-2718 Telephone (904) 353-0033 Telecopier (904) 355-4148

April 12, 2005

ARNOLD H. SLOTT, P.A.* E-mail:ahslott@bellsouth.net

EARL M. BARKER, JR., P.A. E-mail; embarker@bellsouth.net

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E-mail: nussiaw3@bellsouth.net

* CERTIFIED CIRCUIT CIVIL MEDIATOR

** BOARD CERTIFIED REAL ESTATE LAWYER

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: WW Partners, LLC

Ladies and Gentlemen:

I enclose original and copy of Articles of Organization for WW Partners, LLC.

I also enclose our check no 6573 for \$125.00 as the Filing Fee and Registered Agent Fee.

Please send your acknowledgment to our office at the address listed above.

Thank you for your assistance.

Sincerely,

Carol-Anne Hallam, CLA Certified Legal Assistant

Carol-Drue Hallan

cah

:cah Enclosures

ARTICLES OF ORGANIZATION OF WW PARTNERS, LLC

The undersigned subscriber to these Articles of Organization (these "Articles"), a natural person competent to contract and a member of the limited liability company hereinafter named, hereby forms a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Sections 608.401, et seq., of the State of Florida. All capitalized terms in these Articles shall have the meaning defined by the Florida Limited Liability Company Act or, if not there defined, shall have the meaning defined in its Operating Agreement.

ARTICLE I

The name of the limited liability company is WW Partners, LLC (the "Company").

ARTICLE II COMPANY ADDRESSES

The street address of the principal office of the Company is 2622 Sims Cove Lane, Jacksonville, Florida, and its mailing address is 2622 Sims Cove Lane, Jacksonville, Florida 32223, at the time of execution of these Articles.

ARTICLE III REGISTERED OFFICE AND AGENT

The street address of this Company's initial registered office is Slott, Barker & Nussbaum, 334 East Duval Street, Jacksonville, Florida, 32202, and the name of its initial registered agent at such address is Arnold H. Slott.

ARTICLE IV OPERATING AGREEMENT

The affairs of the Company and the conduct of its business, the duties of its Members in addition to those established by law and the relations between and among the Members, managers and Company shall be governed by its Operating Agreement, which shall be adopted by its Members.

ARTICLE V MANAGEMENT

The Company is to be a member-managed Company.

DATED at Jacksonville, Florida on __

, 2005.

Edward R. Washington

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

In compliance with law, the following is submitted:

First, that WW Partners, LLC, desiring to organize or qualify under the laws of the State of Florida, with the street address of its principal place of business at 2622 Sims Cove Lane, Jacksonville, Florida 32223. has named Arnold H. Slott, located at Slott, Barker & Nussbaum, 334 East Duval Street, Jacksonville, Florida 32202, as its registered agent and its agent to accept service of process within Florida.

WW PARTNERS, LLC

Edward R. Washington

Its Managing Member

Having been named as registered agent and agent to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of registered agent as provided by Florida Statutes, Chapter 608.

Arnold H. Slott

Registered Agent