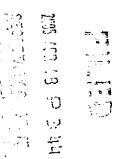
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WINTER HAVEN HOLDINGS LLC 393 E. CENTRAL AVE. WINTER HAVEN, FLORIDA 33880

April 4, 2005

Registration Section Division of Corporation P.O. Box 6327 Tallahassee, Florida 32314

SUBJECT: WINTER HAVEN HOLDINGS LLC

Dear Sir or Madam:

The enclosed fees and Articles of Organization of Winter Haven Holdings LLC, a Florida Limited Liability Company, are submitted for receipt and filing. Please return all correspondence concerning this matter to the following:

Christopher M. Collany Winter Haven Holdings LLC 393 E. Central Ave. Winter Haven, Florida 33880

For further information concerning this matter, please call: Christopher M. Collany at (863) 295-9886. Enclosed please find a check in the amount of \$160 for the filing fee, certificate of status and certified copy (additional copy is enclosed).

Sincerely,

Christopher M. Collany Managing Member

ARTICLES OF ORGANIZATION OF WINTER HAVEN HOLDINGS LLC A Florida Limited Liability Company

ARTICLE I Name

The name of the Limited Liability Company is Winter Haven Holdings LLC.

ARTICLE II Address

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

393 E. Central Ave.

393 E. Central Ave.

Winter Haven, FL 33880

Winter Haven, FL 33880

ARTICLE III Registered Agent, Registered Office, & Registered Agent's Signature

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

Christopher M. Collany 393 E. Central Ave. Winter Haven, FL 33880

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 obligation of my position as registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature

(CONTINUED)

ARTICLE IV Manager(s) or Managing Member(s)

The name and address of each Manager or Managing Member is as follows:

Title: Name and Address:

Managing Member Christopher M. Collany

393 E. Central Ave.

Winter Haven, FL 33880

Managing Member Russell D. Briggs

160 E. Lake Howard Dr. Winter Haven, FL 33881

REQUIRED SIGNATURE:

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

Christopher M. Collany Name of signee