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2005 MAY -6 P 2:29

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**JOHN A. YAUN**  
ATTORNEY AT LAW  
P. O. BOX 756  
848 WEST VENTURA AVENUE  
CLEWISTON, FLORIDA 33440

**FILED**

2005 MAY -6 P 2:30  
FACSIMILE 863/983-0220  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 5, 2005

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**VIA: UPS Overnight**

RE: Filing Articles of Organization of Kim-Carl Properties, LLC

Dear Madam or Sir:

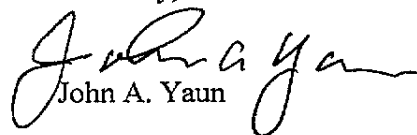
Enclosed please find the following regarding the above referenced matter:

1. Articles of Organization of Kim-Carl Properties, LLC.
2. Certificate of Designation of Resident Agent and Acceptance of Designation.
3. My check payable to Florida Department of State, in the amount of \$125.00 intended as filing fee.
4. Self-addressed stamped envelope.

Please file the Articles of Organization and the Certificate of Designation of Resident Agent and return a letter of acknowledgment to me in the enclosed envelope.

Thank you for your assistance. If there are any questions, please contact me.

Sincerely,

  
John A. Yaun

JAY:bkj  
Enclosure

Cc: Carl Berner

ARTICLES OF ORGANIZATION  
OF  
KIM-CARL PROPERTIES, LLC

FILED

2005 MAY -6 P. 2: 30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I-Name

The name of this Florida Limited Liability Company is: KIM-CARL PROPERTIES, LLC

Article II – Address

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

Kim-Carl Properties, LLC  
400 East Haiti  
Post Office Box 1205  
Clewiston, FL 33440

Article III – Registered Agent

The Registered Agent of the Limited Liability Company and his street and mailing address in the State of Florida is:

Carl E. Berner  
400 East Haiti  
Post Office Box 1205  
Clewiston, FL 33440

Article IV – Management

This will be a manager-managed company. The initial Manager is Carl E. Berner whose street and mailing address is:

Carl E. Berner  
400 East Haiti  
Post Office Box 1205  
Clewiston, FL 33440

Article V – Company Existence

The Company's existence shall begin effective as of the time and date the Articles of Organization are filed with the Department of State.

The undersigned authorized representative of a member executed these Articles of Organization on 5/4/05, 2005.

  
Kim E. Allen, Member

  
Carl E. Berner, Member

FILED

CERTIFICATE OF DESIGNATION  
OF RESIDENT AGENT AND  
ACCEPTANCE OF DESIGNATION

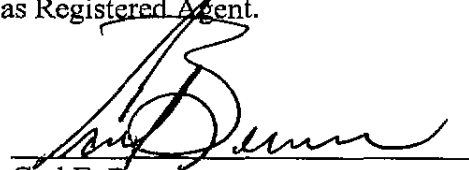
2005 MAY -6 P 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned representative of the limited liability company, named hereinbelow, organized under the laws of the State of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the Limited Liability Company is: Kim-Carl Properties, LLC
2. The name and street and mailing address of the Registered Agent and Office is:

Carl E. Berner  
440 East Haiti  
P.O. Box 1205  
Clewiston, FL 33440

Having been named as Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.

  
Carl E. Berner  
Registered Agent

Date: 5/4/05, 2005