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KNOTT CONSOER EBELINI HART SWETT

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LIMITED LIABILITY COMPANY

Groundhog Investments LLC

Certificate of Status	1
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TX RESULT REPORT

NAME:KNOTT CONSOER EBELINI HART SWETT  
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DATE:MAY.24'2005 10:26

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N. Culligan

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**ARTICLES OF ORGANIZATION  
OF  
GROUNDHOG INVESTMENTS LLC**

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be GROUNDHOG INVESTMENTS LLC (the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal place of business of the Company in Florida shall be 2511 SE 25<sup>th</sup> Avenue, Cape Coral, Florida 33904.

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual.

**ARTICLE IV - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to conduct and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE V - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent and office of the Company in the State of Florida is Derrick S. Eihausen, Esq., Knott, Consoer, Ebelini, Hart & Swett, P.A., 1625 Hendry Street, Third Floor, Fort Myers, Florida 33901

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**ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the amounts set forth below beside their respective names:

<u>Name &amp; Address of Member</u>	<u>Capital Contribution</u>	<u>Member Percentage Interest</u>
William G. Green, Jr., and Jamie M. Green, Husband and Wife, as Tenants by the Entireties 2511 SE 25 <sup>th</sup> Avenue Cape Coral, Florida 33904	\$ 100,000	50%
Timothy J. Raymond and Linda S. Raymond, Husband and Wife, as Tenants by the Entireties 2411 Sagamore Place Cape Coral, Florida 33914	\$ 100,000	50%

**ARTICLE VII - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the written consent of at least sixty-six percent (66%) of the outstanding member's shares of the Company and upon such terms and conditions as shall be determined by all of the members. A member may transfer the member's interest in the Company only as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management and affairs of the company or become a member unless all of the other members of the Company, other than the member proposing to dispose of an interest, approve of the proposed transfer, by unanimous written consent.

**ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The members of the limited liability company shall have the right to continue the business upon 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.

**ARTICLE IX - MANAGEMENT**

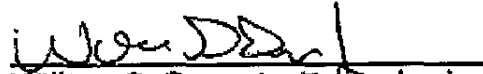
The Company shall be managed by one (1) Manager whose name and address is: William G. Green, Jr., 2511 SE 25<sup>th</sup> Avenue, Cape Coral, Florida 33904. Actions of said manager may legally bind the Company.

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IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledge them to be our act this 18<sup>th</sup> day of May, 2005.

  
William G. Green, Jr., Tenant by the  
Entireties

  
Jamie M. Green, Tenant by the  
Entireties

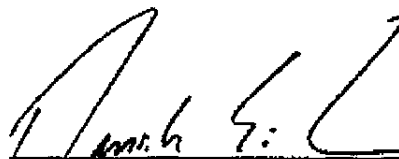
  
Timothy J. Raymond, Tenant by the  
Entireties

  
Linda S. Raymond, Tenant by the  
Entireties

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GROUNDHOG INVESTMENTS LLC at the place designated in the Articles of Organization, 1625 Hendry Street, Third Floor, Fort Myers, Florida 33901. I, Derrick Eihausen, agree to act as Registered Agent and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 608.415, Florida Statutes.

Dated: 5/18/05

  
Derrick Eihausen

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