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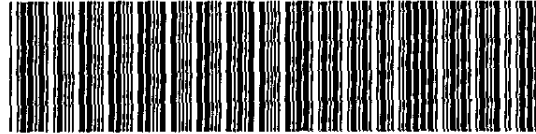
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TALLAHASSEE, FLORIDA

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10/17/05

**Bruce J. Sperry, P.A.**

*Attorney at Law*

Telephone  
(813) 754-3030

1003 Alexander St. South  
Suite 1  
Plant City, Florida 33563-8400

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October 12, 2005

VIA FEDEX

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

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05 OCT 13 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: 57 PROPERTIES, LLC

Dear Sir or Madam:

Please find enclosed original and one copy of the Articles of Organization of 57 PROPERTIES, LLC, together with my firm check in the amount of \$155.00 to cover the following costs:

Filing Fee	\$100.00
Registered Agent Fee	\$ 25.00
Certified Copy of Record	<u>\$ 30.00</u>
Total	\$155.00

After this Charter has been approved and filed, I would appreciate your sending a certified copy of same to my office in the FedEx envelope provided.

Thank you for your attention to this matter.

Sincerely,

BRUCE J. SPERRY, P.A.

By: 

Bruce J. Sperry

Enclosures

cc: 57 Properties, LLC  
bjs\corp\A\1711a1.ltr

**ARTICLES OF ORGANIZATION OF  
57 PROPERTIES, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the Limited Liability Company shall be 57 PROPERTIES, LLC ("Company"). The principal place of business of the Company in Florida shall be 3108 Central Drive, Plant City, Florida 33567, and the mailing address shall be 3108 Central Drive, Plant City, Florida 33567.

**ARTICLE II  
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, unless the Company is earlier dissolved as provided in these Articles of Organization and the Company's regulations.

**ARTICLE III  
PURPOSES AND POWERS**

The general purpose for which the Company is organized is 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 IV  
REGISTERED AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Bruce J. Sperry, 1003 S. Alexander Street, Suite 1, Plant City, Florida 33563-8400.

**ARTICLE V  
CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth as follows:

<u>NAME</u>	<u>CAPITAL CONTRIBUTION</u>
SAMUEL J. PATTERSON, JR.	\$500.00
PAUL PATOUNIS	\$500.00

**ARTICLE VI  
ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the members or, in lieu thereof, only upon the unanimous consent of all the members.

**ARTICLE VII  
ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

**ARTICLE VIII  
MEMBERS RIGHT TO CONTINUE BUSINESS**

The Company shall not be dissolved upon the death, retirement, resignation, insanity, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, provided there is at least one (1) remaining member, unless terminated in accordance with regulations adopted by the members.

**ARTICLE IX  
MANAGEMENT (MANAGEMENT BY MANAGER)**

The Company shall be managed by managers in accordance with Regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial managing member of the Company is PAUL PATOUNIS, 2802 Wedgewood Drive, Plant City, Florida 33566.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization for the foregoing uses and purposes this 13th day of October, 2005.

  
\_\_\_\_\_  
SAMUEL J. PATTERSON, JR.

  
\_\_\_\_\_  
PAUL PATOUNIS

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this day of October, 2005, by SAMUEL J. PATTERSON, JR. who declared his identity and who has produced his Driver's License as personal identification.

BRUCE SPERRY  
Notary Public, State of Florida  
My comm. exp. Oct. 19, 2007  
Comm. No. DD 255557

Notary Public  
Printed Name  
Notary Public  
State of Florida  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this day of October, 2005, by PAUL PATOUNIS who declared his identity and who has produced his Driver's License as personal identification.

CAROLYN WALDEN  
Notary Public, State of Florida  
My comm. exp. July 18, 2008  
Comm. No. DD 324693

Notary Public  
Printed Name  
Notary Public  
State of Florida  
My Commission Expires: 7-18-08

FILED  
OCT 13 PM 3:39  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of 57 PROPERTIES, LLC, as the Registered Agent of this Limited Liability Company, hereby consents to his appointment as Registered Agent of the Company and agrees to act in this capacity and agrees to comply with the laws of the State of Florida in all respects.

Bruce J. Sperry, Registered Agent

BJS\A\CORP\ARTICLES