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SECRETARY OF STATE
ASSEE, FLORID

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OVERSTREET, MILES, RITCH & CUMBIE, P.A. ATTORNEYS AT LAW

100 Church Street Kissimmee, Florida 34741

R. Stephen Miles, Jr. John B. Ritch Fred H. Cumbie, Jr. Murray Overstreet, Of Counsel

Telephone: (407) 847-5151 Facsimile: (407) 847-3353

July 31, 2006

VIA UPS OVERNIGHT

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

Re: Toho Properties, LLC

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SECRETARY OF STATE
SECRETARY OF STATE

Gentlemen:

Enclosed you will find original and one copy of Articles of Organization, together with our firm check in the amount of \$125.00 for the filing fee. Kindly acknowledge filing by date stamping and returning the copy to this office.

Yours truly,

Thanking you, I am

R. Stephen Miles, Jr.

RSM, Jr.:dw Enclosures

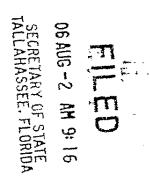
ARTICLES OF ORGANIZATION

OF

TOHO PROPERTIES, LLC A Limited Liability Company

ARTICLE I

NAME: The name of this Company is Toho Properties, LLC.



ARTICLE II

PURPOSE: This Company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

ARTICLE III

CAPITAL CONTRIBUTIONS: From time to time, the Members may determine by a unanimous vote that additional contributions to capital are deemed necessary to finance the business and affairs of this Company.

In the event of such a determination, this Company will notify each Member of such Member's obligation to make an additional contribution to capital. Each Member shall be required to make an additional contribution to capital in proportion to such Member's then existing non-returned, contributed capital, or in any other proportion which the Members may unanimously agree.

ARTICLE IV

ADMITTANCE OF NEW MEMBERS: The Members shall be entitled to admit new Members by unanimous consent. The Members shall unanimously determine the contributions to capital required of the new Members at the time of admission.

ARTICLE V

MANAGEMENT AND POWERS: The business of this Company shall be managed under the direction of one or more Managers. All powers of this Company shall be exercised only by or under the authority of such Managers, except as otherwise provided by law, these Articles of Organization, the Regulations or Operating Agreement of this Company. The following is the name and address of the individual who shall serve as a Manager until the first annual meeting of Members:

NAME	ADDRESS	- American	
Desil man pelika		OS A	
David Troy Eaddy	5803 E. Irlo Bronson Memorial Hwy. St. Cloud, FL 34771	CRET	
James Curtis Weston	2392 Windward Cove, Kissimmee FL	SSE 2 环境6 号	i m
	ARTICLE VI	STATE	, O

REGULATIONS AND OPERATING AGREEMENT: The power to alter, amend or repeal the Regulations and Operating Agreement of this Company shall be vested solely in the Members.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS AND INITIAL REGISTERED AGENT: The street address of the principal place of business of this Company shall be 2392 Windward Cove, Kissimmee FL 34746:

This Company reserves the right, power and authority to establish branch offices at such places as may be designated by this Company. The initial registered agent of this Company shall be James Curtis Weston, whose street address is 2392 Windward Cove, Kissimmee FL 34746.

ARTICLE VIII

DURATION; DISSOLUTION: This Company shall exist until 30 years from the date upon which these Articles of Organization are filed with the Department of State of the State of Florida, unless earlier terminated by the terms of this Article VIII. This Company shall be dissolved upon the occurrence of any event which terminates the membership of any Member as a matter of law, unless the remaining Members unanimously consent to the continued existence of this Company within 90 days after the date of occurrence of such event. This Company shall be dissolved upon the unanimous consent of the Members.

AMENDMENT: The power to alter, amend or repeal these Articles of Organization vested solely in the Members.

The undersigned being the control of the contro

The undersigned, being all of the original Members of this Company, certify that the foregoing constitutes the entire proposed Articles of Organization of this Company.

Executed by the undersigned at Kissimmee, Florida on this 3134 day of
July,2006
David Troy Eaddy
for Cupt West
James Curtis Weston

ACKNOWLEDGMENT STATE OF FLORIDA COUNTY OF OSCEOLA

Before me personally appeared David Troy Eaddy and James Curtis Weston to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this	2006.
	Keepfust of Anlum
KELLY GASTON LOCKWOOD MY COMMISSION # DD 145460	Notary Public
EXPIRES: August 27, 2006	State of Florida at Large
Bonded Thru Notary Public Underwriters	My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for name at the place designated in the Articles of Organization, 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 obligations of my position as registered agent as provided in Chapter 608, F.S.

FHC:sd I:\Clients\Naidoo, Manohara & Kalayvanie\Toho Properties, LLC\Articles of Organization.doc