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STATE OF FLORIDA
TALLAHASSEE

09 MAR - 2 AM 8:21

FILED

**JAMES E. TOOMBS
ATTORNEY AT LAW
8270 Woodland Center Boulevard, #120
Tampa, Florida 33614**

813-769-3540

February 27, 2009

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

RE: AEI Properties, LLC

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

James E. Toombs, Esq.
8270 Woodland Center Boulevard, #120
Tampa, Florida 33614

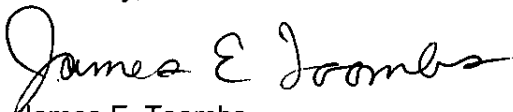
For further information concerning this matter, please call:

James E. Toombs at 813-769-3540.

Enclosed is a check in the amount of \$160.00 for filing fee, certificate of status and certified copy.

Thank you for your assistance in this matter.

Sincerely,



James E. Toombs
Attorney At Law
Fl. Bar No. 0970948
email: jtoombs@tampabay.rr.com
fax: 813-769-3541

JET/hls

**ARTICLE OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

Article I - Name

The name of the Limited Liability Company is:

AEI PROPERTIES, LLC

Article II - Address

Principal Office Address and Mailing Address:

15310 Amberly Drive
Suite 250
Tampa, Florida 33647

Article III – Registered Agent, Registered Office & Registered Agent's Signature

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

Name:	Brian A. Acken
Florida Street Address:	15310 Amberly Drive, Suite 250 Tampa, Florida 33647

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 obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


By: Brian A. Acken, Registered Agent

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TALLAHASSEE FLORIDA

Article V – Managing Members

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

Brian A. Acken
9153 Highland Ridge Way
Tampa, Florida 33647

Carl H. Irwin, III
17510 Edinburgh Drive
Tampa, Florida 33647

Article VI – Effective Date


The effective date of the limited liability company shall be the date of the filing of the articles of organization.

In Witness thereof, the Managing Members have set their hands, the year, and the date below:

Signature:



Brian A. Acken
Date: 2/23/2009



Carl H. Irwin, III
Date: 2/23/09

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA