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May 15, 1996

Secretary of State
Certification Section
Post Office Box 6327
Tallahassee, Florida 32314

400001835144
-05/22/96--01093--024
****293.75 ****293.75

Re: Continental Heritage Holding Company, L.C.

Dear Sir/Madam:

Enclosed is our firm check number 1755 in the amount of \$293.75. Please file the attached Articles of Organization for Continental Heritage Holding Company, L.C., and provide a Certificate of Status at your earliest convenience.

If you have any questions with regard to this request, please do not hesitate to call my office.

Very truly yours,

Michael W. Carlson
Michael W. Carlson

MWC:pm
enclosure

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MAY 15 PM 4:13 96
DIVISION OF CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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8/15/96

**ARTICLES OF ORGANIZATION
OF
CONTINENTAL HERITAGE HOLDING COMPANY, L.C.**

FILED
96 MAY 15 PM 4: 36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I:

The name of the company shall be Continental Heritage Holding Company, L.C. ("Company").

ARTICLE II:

The principal office of the Company shall be located at 1452 West CR 48, P.O. Box 1747, Bushnell, Florida, 33513-1747.

ARTICLE III:

The duration of the Company shall be perpetual.

ARTICLE IV:

The Company is to be managed by the Members. The names and addresses of the Managing Members are:

Mr. C.E. Parish, 1452 West CR 48,
P.O. Box 1747, Bushnell, Florida,
33513-1747;

Mr. Brad Williams,
P.O. Box 4376
Davenport, IA 52808-4376

Mr. Gary M. Williams,
P.O. Box 4376
Davenport, IA 52808-4376

ARTICLE V:

Admission of new Members to the Company shall be governed by the Regulations of the Company.

ARTICLE VI:

The rights of current Members of the Company to continue the affairs of the Company in the event of the termination of the membership of a Member shall be governed by the Regulations of the Company.

ARTICLE VII:

The Regulations of the Company will be adopted by the Members. The powers to alter, amend, or repeal the Regulations or to adopt new Regulations is vested in the Members, subject to repeal or change by action of the Members.

The undersigned Member has executed these Articles of Organization this 14 day of ~~March~~^{May}, 1996.


C.E. Parrish, Member

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Continental Heritage Holding Company, L.C.

2. The name and address of the registered agent and office is:

C.E. Parish

(NAME)

1452 West CR 48

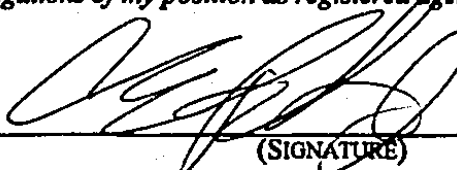
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Bushnell, Florida 33513-1747

(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation 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.

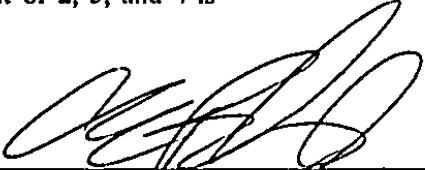

(SIGNATURE)

May 14-96
(DATE)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Continental Heritage Holding Company, L.C., deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ ____-0-____.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ ____-0-____.
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$1,000,000.
- 5) the total amount of 2, 3, and 4 is \$1,000,000.



C.E. Parish, Member,

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TALLAHASSEE, FLORIDA