

CONTACT:

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L 9600000615

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

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524041

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TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1

Relocation Investments, L.C.

(Corporation Name)

(Document #)

2

(Corporation Name)

(Document #)

3

(Corporation Name)

(Document #)

4

(Corporation Name)

(Document #)

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***285.00 ***285.00

Walk In

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Mail Out

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Certified Copy

Certificate of Status

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCUMENTS

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DIVISION OF CORPORATION
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HOLD FOR PICKUP BY UCC SERVICES

JUN 5 1996

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
RELOCATION INVESTMENTS, L.C.
(a Florida Limited Liability Company)

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

(Name and Principal Place of Business)

The name of the limited liability company shall be RELOCATION INVESTMENTS, L.C., and its principal office shall be located at 5060 Harmony Circle, B205, Vero Beach, Indian River County, Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

(Purposes and Powers)

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. The purpose and business of the Company shall be to acquire, hold, invest in, lease, sell, exchange or otherwise dispose of, real property, stock, bonds, mortgages, notes, shares of investment companies, and any other kind of real or personal

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property, and to actively engage in and conduct any business, all with a view of the production of a profit. The Members desire to combine their resources in order to facilitate investment in their business ventures.

2. To engage in any activity or business authorized under Florida Statutes.

3. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

ARTICLE III
(Duration)

This limited liability company shall come into being upon the filing of the Articles of Organization with the Secretary of State, State of Florida, and shall have perpetual existence, unless earlier terminated by operation of law or as provided in these Articles or the regulations adopted by the members.

ARTICLE IV
(Membership Restrictions)

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all the members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited

liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V
(Exercise of Powers)

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE VI
(Management)

This limited liability company shall be managed by two managers. The names and addresses of the persons who shall serve until the first annual meeting of members are as follows: Gilbert E. Playford, 4773 South Newport Island Drive, Vero Beach, Florida, 32967 and Ardis McArthur, 200 Consumers Road, Ontario, Canada.

ARTICLE VII
(Capital Contributions)

The Initial Capital Contributions, in the total amount of \$1,000,000.00 cash shall be paid to the limited liability company by the members in the proportion set forth on Exhibit A attached hereto. Additional contributions shall be made as required for investment purposes, as determined by the written consent of the members.

ARTICLE VIII
(Profits and Losses)

(a) Profit Sharing: The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a distributive share equal to its proportional share of ownership. The distributive share of the profits shall be determined and paid to the members each year on the date established as the end of the fiscal year for the limited liability company.

(b) Losses: All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in an amount equivalent to the member's proportional share.

ARTICLE IX
(Initial Registered Office and Registered Agent)

The physical and mailing address of the initial registered office, and principal place of business, of the limited liability company is 5060 Harmony Circle, B205, Vero Beach, Florida, 32967. The name of the company's initial registered agent at that address is Sheila Scot.

IN WITNESS WHEREOF, the undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of Relocation Investments, L.C.

Executed by the undersigned at Vero Beach, Indian River

County, Florida, this 31st day of May, 1996.

Relocation Investments, Ltd.

By: G. E. Playford
Gilbert E. Playford,
Chief Executive Officer
Chairman

G. E. Playford
Gilbert E. Playford,
Individually

EXHIBIT A

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member Relocation Investments, L.C., deposes and says:

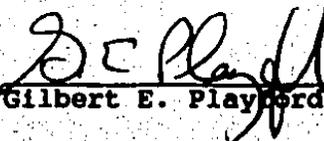
1. The limited liability company identified above has at least two members.

2. The total amount of cash contributed by the members is \$1,000,000.00, contributed in the following manner:

<u>MEMBER</u>	<u>INITIAL CAPITAL CONTRIBUTION</u>	<u>PERCENTAGE INTEREST</u>
Relocation Investment, Ltd.	\$630,000.00	63%
Gilbert E. Playford	\$370,000.00	37%

3. If any, the agreed value of property other than cash contributed by members is ZERO. A description, if applicable, of the property is attached as Exhibit 1 and made a part hereof.

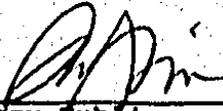
4. The total amount of cash or property anticipated to be contributed by the members is \$1,000,000.00. This total includes the amounts from 2 and 3 above.



Gilbert E. Playford

The foregoing instrument was acknowledged before me this 31st day of May, 1996, by Gilbert E. Playford on behalf of Relocati

Investments, L.C., a limited liability company. He is personally known to me.



Notary Public
State of Florida at Large
My Commission Expires:

OFFICIAL NOTARY SEAL
ROGER W LAJOIE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC251652
MY COMMISSION EXP. JAN. 17, 1997

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

In pursuance of Chapter 608.407(1)(d), of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is RELOCATION INVESTMENTS, L.C.

The name of the registered agent for RELOCATION INVESTMENTS, L.C., is Sheila Scott, and the street address of the company's principal office where the agent is located is 5060 Harmony Circle, B205, Vero Beach, Indian River County, Florida, 32967.

This statement is to acknowledge that, as indicated above, RELOCATION INVESTMENTS, L.C., has appointed me, Sheila Scott, as its Registered Agent to accept service of Process for the company at the place designated above in this certificate. I accept this 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.


Sheila Scott

5/31/96
Dated

The foregoing instrument was acknowledged before me this 31st

day of May, 1996, by Sheila Scott on behalf of Relocation Investments, L.C., a limited liability company. She is personally known to me or has produced her driver's license as identification.

Christine Pomeroy
Notary Public
State of Florida at Large
My Commission Expires:



CHRISTINE POMEROY
My Commission 00000019
Expires Dec. 09, 1998

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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