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**Master of Laws in Taxation; CPA

**Board Certified in Wills, Trusts & Estates

August 26, 1997

L97000000946

Department of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500002270735--7

-DB/27797--01090--004

***285.00 ***285.00

RE: Miller Road Investments, L.C.

Dear Sir or Madam:

I am enclosing herewith original and one copy of the Articles of Organization, relative to the above referenced matter, together with the filing fee of \$285.00.

Thank you for your kind attention to this matter.

Very truly yours,

Leonard H. Johnson
by 2

LEONARD H. JOHNSON

LHJ/vlc
Enclosures

FILED
97 AUG 27 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/18/28/97

ARTICLES OF ORGANIZATION
OF
MILLER ROAD INVESTMENTS, L.C.

FILED
97 AUG 27 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 MILLER ROAD INVESTMENTS, L.C., and its principal office shall be located at 27547 West Miller Road, in the City of Dade City, County of Pasco, State of 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. To engage in any activity or business authorized under the Florida Statutes.

2. 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.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with other incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both

purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

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 IV
MANAGEMENT

This limited liability company shall be managed by one (1) manager. The name and address of the person who shall serve until the first annual meeting of members or until a successor is elected and qualified is as follows:

Harold A. Krig
27347 Miller Road
Dade City, Florida 33525

ARTICLE V
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 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 VI
CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$2,000.00 cash shall be paid to the limited liability company by the two members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII
DURATION

This limited liability company shall exist in perpetuity, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is, 37837 Meridian Avenue, Suite 314, City of Dade City, County of Pasco, State of Florida, 33525, and the name of the company's initial registered agent at that address is LEONARD H. JOHNSON.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of MILLER ROAD INVESTMENTS, L.C.

EXECUTED by the undersigned at Dade City, Florida, on August 26, 1997.

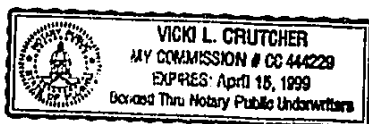
MILLER ROAD INVESTMENTS, L.C.

Harold A. Krig
HAROLD A. KRIG
Mary J. Krig
MARY J. KRIG

STATE OF FLORIDA

COUNTY OF PASCO

The foregoing instrument was acknowledged before me this ____ day of August, 1997, HAROLD A. KRIG and MARY J. KRIG, who are personally known to me.



Vicki L. Crutcher

Notary Public
Commission No.: CC444229
My Commission Expires: 21/15/99

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

Pursuant to the provisions of Section 608.415 and 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 MILLER ROAD INVESTMENTS, L.C.

The name of the registered agent for MILLER ROAD INVESTMENTS, L.C., is LEONARD H. JOHNSON, and the street address where the agent is located is 37837 Meridian Avenue, Suite 314, Dade City, Florida, 33525.

This statement is to acknowledge that, as indicated above, MILLER ROAD INVESTMENTS, L.C., has appointed me LEONARD H. JOHNSON, 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.

DATED this 26th day of August, 1997.


LEONARD H. JOHNSON

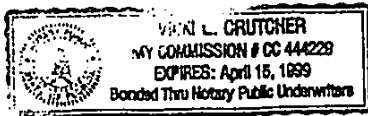
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PASCO

The foregoing instrument was acknowledged before me this ____ day of August, 1997, LEONARD H. JOHNSON, agent on behalf of MILLER ROAD INVESTMENTS, L.C., who is personally known to me.

Vicki L. Crutcher



Notary Public

Commission No.: 00444229

My Commission Expires: 4/15/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF PASCO

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of MILLER ROAD 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 \$4,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$75,000.00. A description of the property is attached as Exhibit "A" and made a part of this affidavit.
4. The total amount of cash or property anticipated to be contributed by the members is \$79,000.00. This total includes the amounts from 2 and 3 above.

EXECUTED by the undersigned at Dade City, Florida, on August 26, 1997.

MILLER ROAD INVESTMENTS, L.C.

Harold A. Krig
HAROLD A. KRIG
Mary J. Krig
MARY J. KRIG