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May 6, 1998

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines
Tallahassee, FL 32314

Re: Lakeland Holdings, L.C.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Organization and an Affidavit of Membership and Contribution and an Acceptance of Registered Agent for the above limited liability company. Our check for the \$337.50 filing fee, registered agent designation and certified copy of the Articles is enclosed.

Please complete the filing and return a certified copy of the Articles to our office.

Sincerely,



Michael D. Horlick

MDH/rad

Enclosures

cc: Harry Walia
Govin T. Rajan
Michael Hric, Esquire

LAKELAND.LTR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FF \$ 285.00
CC 52.50

**ARTICLES OF ORGANIZATION
OF
LAKELAND HOLDINGS, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

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TALLAHASSEE, FLORIDA

ARTICLE I -- NAME

The name of the limited liability company shall be **LAKELAND HOLDINGS, L.C.** ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 4376 Presidential Avenue Circle East, Bradenton, Florida 34203.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Govin T. Rajan, 4376 Presidential Avenue Circle East, Bradenton, Florida 34203.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the sum of \$500 each for a total contribution of \$1,000.00 from its two members.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member may make additional capital contributions to the Company only with the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company subject to the restrictions on transfers as set forth in the Regulations and Operating Agreement ("Regulations") of the Company, and the transferee shall have no right to participate in the management of the business

and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent on the Regulations provide that such consent is unnecessary.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by the members in accordance with Regulations adopted by the members for the management of the business and affairs of the Company. These Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and address of the members of the Company are as follows:

<u>Name</u>	<u>Address</u>
H. Walia	639 Cornwell on the Gulf, Venice, Florida 34285
Govin T. Rajan	4376 Presidential Ave. Circle East, Bradenton, Florida 34203

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization this 6th day of May, 1998.



H. Walia



Govin T. Rajan

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **LAKELAND HOLDINGS, 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 members is \$1,000.00.
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 total amount of cash or property anticipated to be contributed by members(s) is \$340,000.00. This total includes amounts from 2 and 3 above.
5. In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF this instrument has been executed and delivered this 6th day of May, 1998.

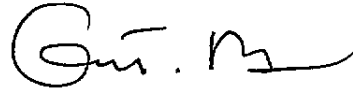
H. Walia

Govin T. Rajan

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **LAKELAND HOLDINGS, L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

IN WITNESS WHEREOF this instrument has been executed and delivered this 6th day of May, 1998.



Govin T. Rajan
Registered Agent

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TALLAHASSEE, FLORIDA