

L98000001189



ACCOUNT NO. : 072100000032

REFERENCE : 901999 80354A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 337.50

ORDER DATE : July 23, 1998

ORDER TIME : 11:47 AM

ORDER NO. : 901999-010

CUSTOMER NO: 80354A

CUSTOMER: Ms. Debbie Fricke
WINDERWEEDLE HAINES WARD &
WOODMAN, PA
Suite 1490
390 North Orange Avenue
Orlando, FL 32802

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DOMESTIC FILING

NAME: LM REED ENTERPRISES, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS: _____

Name	<i>MTA</i>
Availability	<i>MTA</i>
Document	<i>MTA</i>
Examiner	<i>MTA</i>
Updater	<i>MTA</i>
Updater	<i>MTA</i>
Verifier	<i>MTA</i>
Acknowledgement	<i>MTA</i>
W. P. Verityer	<i>MTA</i>

6811-867

**ARTICLES OF ORGANIZATION
FOR
LM REED ENTERPRISES, L.C.**

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned (the "Member") acting as the organizer and the sole Member of LM REED ENTERPRISES, L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is LM REED ENTERPRISES, L.C.

**ARTICLE II
PURPOSE AND POWERS**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III
INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS**

The street address and mailing address of the initial corporate office and initial registered office of the Company is 205 North Texas Avenue, Suite 3, Tavares, Florida 32778 and the name of the initial registered agent of the Company at that address is Lisa Marie Reed.

**ARTICLE IV
DURATION**

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or upon the occurrence of any other event which terminates the continued membership of any Member in the Company, continued by the unanimous written consent of all the remaining Members, the Company shall dissolve.

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ARTICLE V
MANAGEMENT

The management and control of the Company and its business and affairs is reserved to the Members of the Company. The managing member of the Company with exclusive authority to manage the business of the Company shall be:

Lisa Marie Reed
205 North Texas Avenue
Suite 3
Tavares, Florida 32778

(the "Managing Member"). The Managing Member shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company. Any new Members admitted shall not become Managing Members without the unanimous written consent of all then existing Members of the Company.

ARTICLE VII
MEMBERS RIGHTS TO CONTINUE BUSINESS


The right of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the limited liability company shall be upon the unanimous written consent of all then existing Members of the Company.

ARTICLE VIII
AMENDMENTS

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

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IN WITNESS WHEREOF, the undersigned sole Member has executed these Articles of Organization as of the 8th day of July, 1998.


LISA MARIE REED

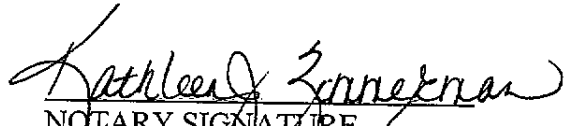
STATE OF FLORIDA

COUNTY OF Lake

The foregoing instrument was acknowledged before me this 8th day of July, 1998, by Lisa Marie Reed, who is personally known to me or has produced _____ as identification.




KATHLEEN J ZIMMERMAN
My Commission CC584893
Expires Jun. 20, 2000


NOTARY SIGNATURE
Kathleen J. Zimmerman
NOTARY NAME PRINTED
Notary Public
My Commission Expires:

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent of LM REED ENTERPRISES, L.C.


LISA MARIE REED

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned sole member of LM REED ENTERPRISES, L.C. deposes and says:

1. The above name limited liability company has one (1) member.
2. The total amount of cash contributed by the sole member is: \$ 0.00
3. If any, the agreed value of property other than cash contributed by the sole member is: \$ 320,000
A description of the property is attached and made a part hereto.
4. The amount of cash or property anticipated to be contributed by the sole member is: \$ 0.00
5. The total amount of 2, 3 and 4 is: \$ 320,000

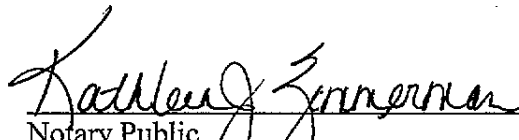

Lisa Marie Reed, Sole Member

STATE OF FLORIDA
COUNTY OF Lake

8th The foregoing instrument was sworn to, subscribed, and acknowledged before me this 8th day of July, 1998, by LISA MARIE REED. She is personally known to me or has produced _____ as identification.



KATHLEEN J ZIMMERMAN
My Commission CC584693
Expires Jun. 20, 2000


Notary Public
My Commission Expires:

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