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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4003

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: KNUCKLEHEADS - HUNTER'S CREEK, L.C.
AUDIT NUMBER.....H98000016695
DOC TYPE.....LIMITED LIABILITY COMPANY
CERT. OF STATUS...0
CERT. COPIES.....1

PAGES..... 5
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EST.CHARGE.. \$337.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

KNUCKLEHEADS - HUNTER'S CREEK, L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I. NAME

The name of the Limited Liability Company is KNUCKLEHEADS -
HUNTER'S CREEK, L.C.

EFFECTIVE DATE
9/4/98

ARTICLE II. ADDRESS

The street address of the principal office of this limited
liability company is 9430 Turkey Lake Road, Suite 212, Orlando,
Florida 32819.

The mailing address of the principal office of this limited
liability company is 3956 Town Center Boulevard, #119, Orlando,
Florida 32837.

ARTICLE III. DURATION

The limited liability company shall have perpetual
existence. The company shall commence on the date of execution
of these Articles.

ARTICLE IV. MANAGEMENT

The limited liability company is to be managed by the
members, and the names and addresses of the managing members are:

PREPARED BY:
DONALD W. SCARLETT, ESQUIRE
DONALD W. SCARLETT, P.A.
1003 East Concord Street
Orlando, Florida 32803
(407) 422-8189
F.B.N. 112821

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DEWEY R. WORLEY
4526 Shanewood Court
Orlando, Florida 32837

WILLIAM A. STEELE
8738 Lake Tibet Court
Orlando, Florida 32836

DATED this 4th day of September, 1998.

DEWEY R. WORLEY
DEWEY R. WORLEY

WILLIAM A. STEELE
WILLIAM A. STEELE

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507,
Florida Statutes, the undersigned limited liability company
submits the following statement in designating the registered
office/registered agent, in the State of Florida.

1. The name of the limited liability company is
KNUCKLEHEADS.- HUNTER'S CREEK, L.C.

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

DEWEY R. WORLEY
4526 Shanewood Court
Orlando, Florida 32837

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A C K N O W L E D G M E N T

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

DEWEY R. WORLEY
DEWEY R. WORLEY

9-4-98
DATE

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of KNUCKLEHEADS - HUNTER'S CREEK, L.C., depose and say:

1. the above named limited liability company has at least two (2) members.
2. the total amount of cash contributed by the members is \$5,000.00.
3. no property other than cash has been contributed by the members.
4. the amount of cash or property anticipated to be contributed by the members is \$5,000.00. This total includes amounts from 2 and 3 above.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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<u>DEWEY R. WORLEY</u>	<u>9-4-98</u>
DEWEY R. WORLEY	DATE
<u>WILLIAM A. STEELE</u>	<u>9/4/98</u>
WILLIAM A. STEELE	DATE

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