

L98000003361

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

HR Ventures, L.C.

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Signature

Requested by:

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Walk-In

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Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

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DIVISION OF CORPORATIONS
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DEC 23 1998
TALLAHASSEE
FLORIDA

**ARTICLES OF ORGANIZATION
OF
HR VENTURES, L.C.**

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**Article I
Name**

The name of the limited liability company ("Company") is HR Ventures, L.C.

**Article II
Address**

The mailing and street address of the Company's principal office is 18500 U.S. Highway 441, Mount Dora, Florida 32757.

**Article III
Duration**

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

**Article IV
Purpose**

The Company is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Limited Liability Company Act as the same may be from time to time amended.

**Article V
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Lance Hampton. The mailing and street address of the Company's registered office in Florida is 18500 U.S. Highway 441, Mount Dora, Florida 32757.

**Article VI
Management**

The Company will be managed by the members. Each managing member is identified as follows:

<u>Name</u>	<u>Address</u>
Eugene G. Hill	18500 U.S. Highway 441 Mount Dora, Florida 32757
Tony Reeves	18500 U.S. Highway 441 Mount Dora, Florida 32757

Article VII
Admission of New Members

Members of the Company have the right to admit new members. Members may admit to the Company additional members to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the members. Admission of any such additional members requires the written consent of all members then having any ownership interest in the Company. Any additional members are allocated gain, loss, income or expense by the method provided in the Regulations of the Company, and if no method is specified, then as may be permitted by the Internal Revenue Code of 1986, as amended.

Article VIII
Continuation of Business

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company. The business may be continued only on the unanimous consent of the remaining members.

In Witness Whereof, the undersigned have executed these Articles of Organization effective the 10 day of December, 1998, at Lake County, Florida.


Tony Reeves


Eugene G. Hill

Acceptance of Registered Agent

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated in the Articles of Organization, 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.

Dated: December 10, 1998.


Lance Hampton

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
FOR
HR VENTURES, L.C.**

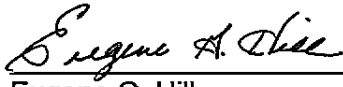
The undersigned members of HR Ventures, L.C. deposes and says:

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. The agreed value of property other than cash contributed by members is \$ N/A.
4. The total amount of cash or property anticipated to be contributed by members is \$1,000.00. This total includes amounts from identified in paragraphs 2 and 3 above.

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.



Tony Reeves



Eugene G. Hill