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ACCOUNT NO. : 072100000032

REFERENCE : 222528 81445B

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 337.50

ORDER DATE : April 29, 1999

ORDER TIME : 10:15 AM

ORDER NO. : 222528-005

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CUSTOMER NO: 81445B

CUSTOMER: Michael R. Mckinley, Esq
BATSEL MCKINLEY ITTERSAGEN
BATSEL MCKINLEY ITTERSAGEN
18401 Murdock Circle

Port Charlotte, FL 33948

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99 APR 29 AM 10:55

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: DON, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	4/29/99
Availability	XX
Document	—
Examiner	DOC
Updater	DOC
Verifier	—
Acknowledgement	—
W. P. Verifier	—

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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6 pages.

ARTICLES OF ORGANIZATION

OF

DON, L.C.

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

ARTICLE I – NAME

The name of the limited liability company shall be DON, L.C. ("company").

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company shall be 1207 Enterprise Drive, Port Charlotte, Florida, 33953.

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 Michael R. McKinley, Esquire, 18401 Murdock Circle, Port Charlotte, Florida, 33948.

ARTICLE V – CAPITAL CONTRIBUTIONS

The interest of the members of the company will be evidenced by share certificates evidencing ownership in the Company. The issuance of 500 shares is authorized. The amount of capital which the members have committed as their initial capital contribution is Eighty Thousand Dollars (\$80,000.00) to be represented by the issuance of eighty (80) shares, as set forth in Exhibit "A", representing the agreed initial value of One Thousand Dollars (\$1,000.00) per share.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII – ADMISSION OF NEW MEMBERS

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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 as set forth in the regulations of the company, but 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.

ARTICLE VIII – TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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 a manager 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 name and address of the initial manager of the company is Donald J. Botts, 1207 Enterprise Drive, Port Charlotte, Florida, 33953.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Port Charlotte, Florida, on this 28th day of April, 1999.



Michael R. McKinley
Organizer

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Sworn to and subscribed before me this 28th day of April, 1999 by Michael R. McKinley, who is personally known to me.



Notary Public

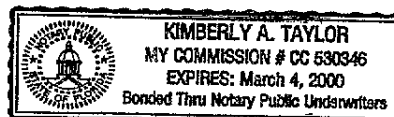


EXHIBIT "A"

Donald J. Botts and Ruth E. Botts, as Trustees
of the Botts Family Trust dated October 2, 1996

40 Shares

Bonnie D. Kregel and Donald W. Kregel, as Trustees
of the Bonnie D. Kregel Trust dated April 1, 1994

40 Shares

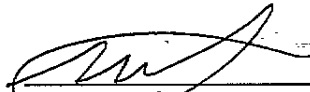
CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

DON, L.C., a Florida limited liability company, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of organization at Port Charlotte, County of Charlotte, State of Florida, has designated Michael R. McKinley, whose street address is 18401 Murdock Circle, Port Charlotte, Florida, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.


Registered Agent

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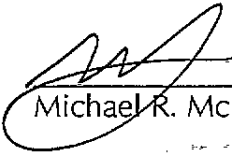
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DON, 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: \$80,000.00
3. If any, the agreed value of property other than cash contributed by the members is not applicable. 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 the members is: \$80,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER.

Dated this 28th day of April, 1999.

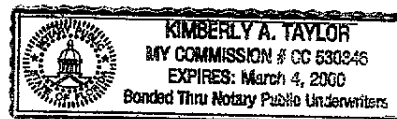

Michael R. McKinley

(In accordance with F.S. 608.408(3), the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA
COUNTY OF CHARLOTTE

SWORN TO AND SUBSCRIBED before me this 28th day of April, 1999 by Michael R. McKinley, who is personally known to me.


NOTARY PUBLIC



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TALLAHASSEE, FLORIDA