

THE CARNEY LEGAL GROUP, P.A.
ATTORNEYS AT LAW

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REAL ESTATE,
CORPORATE, BANKRUPTCY,
FINANCIAL TRANSACTIONS,
COMMERCIAL LITIGATION,
ESTATE PLANNING AND TRUSTS

811 GEORGE BUSH BLVD.
FLOOR 1688
DELRAY BEACH, FL 33447-1688
TEL: (561) 330-8140
FAX: (561) 330-8233

THOMAS F. CARNEY, JR., ESQ

May 22, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400003263344--4
-05/23/00--01056--002
***150.00 ***150.00

In Re: Articles of Organization/
Froggy Bottom, L.L.C.

Dear Sir/Madam:


Enclosed are the Articles of Organization for Froggy Bottom, L.L.C., together with a check in the amount of \$150.00 to cover the cost of the filing fees, Designation of Registered Agent, and for a Certified Copy of the Articles.

I would appreciate it if you would return the certified copy to me at:

Thomas F. Carney, Jr., Esq.
Carney Legal Group, P.A.
811 George Bush Boulevard
Delray Beach, FL 33483

Thank you.

Sincerely,


Thomas F. Carney, Jr.
Authorized Representative.

TFC/my
Enclosures

100-6172

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Designation	<i>[Signature]</i>
Fee	<i>[Signature]</i>
Verification	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Veitner	<i>[Signature]</i>

FILED
 NO MAY 23 PM 4: 20
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

Name:

The name of the Limited Liability Company is: Froggy Bottom, L.L.C.

ARTICLE II

Address:

The mailing address and street address of the principal office of the Limited Liability Company is: **201 Palm Trail, Delray Beach, FL 33483**

ARTICLE III

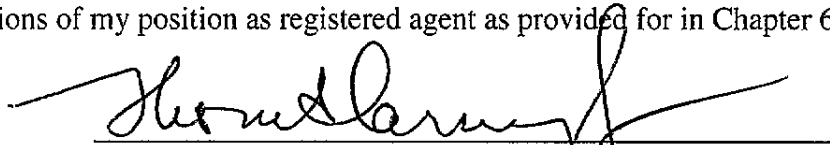
Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent is:

**Thomas F. Carney, Jr.
c/o Carney Legal Group, P.A.
811 George Bush Boulevard
Delray Beach, FL 33483**

FILED
00 MAY 23 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 as provided for in Chapter 608, F.S.


Thomas F. Carney, Jr., Registered Agent's Signature

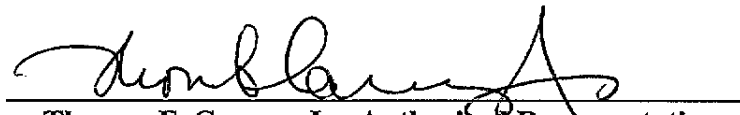
ARTICLE IV

Management

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.


Signature of a member or an authorized representative of a member.

(In accordance with section 608.404(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


Thomas F. Carney, Jr., Authorized Representative