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Account Name : KIRK PINKERTON, A PROFESSIONAL ASSOCIATION
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

K M Realty of Sarasota, LLC

Certificate of Status	0
Certified Copy	1
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[Signature]

FAX AUDIT # H02-143634

ARTICLES OF ORGANIZATION
OF
K M REALTY OF SARASOTA, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do hereby set forth the following:

ARTICLE I - NAME

The name of the Company is K M REALTY OF SARASOTA, LLC.

ARTICLE II - DURATION

The duration of the Company is perpetual.

ARTICLE III - ADDRESS AND PLACE OF BUSINESS

The mailing address and street address of the principal place of the principal office of the Company in Florida is:

3765 Beneva Oaks Boulevard
Sarasota, Florida 34238

ARTICLE IV - PURPOSE

The purposes of the Company shall be to acquire, operate, manage, improve, lease, mortgage, sell, joint venture or otherwise exploit such real property and tangible or intangible personal property as the Company may acquire; to engage in and transact any lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act (the "Act"), and to carry on any other activities as may be necessary or appropriate in connection with or incidental to the foregoing purposes, it being agreed that each of the foregoing is an ordinary part of the Company's business. The Company shall have all powers of a limited liability company as provided in the Act, including authorization to purchase, mortgage, sell, lease, manage, construct, renovate, operate, improve, alter, transfer, joint venture or otherwise convey and encumber all or any portion of the Company's property at any time and from time to time, and to do all other things necessary or appropriate to carry out the foregoing purposes.

Prepared by: L. Howard Payne, Esq.
Kirk Pinkerton
720 South Orange Avenue
Sarasota, Florida 34236
(941) 364-2480
Atty Bar #061952

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ARTICLE V - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Company is as follows:

Kevin W. O'Neil
3765 Beneva Oaks Boulevard
Sarasota, Florida 34238

ARTICLE VI - MEMBERS

The Company shall have such Members as may be admitted from time to time in accordance with these Articles of Organization and the Operating Agreement of the Company.

ARTICLE VII - MANAGEMENT

The Company is to be manager-managed as provided in the Operating Agreement. The names and addresses of such managers, who will serve as managers until the first annual meeting of Members or until their successor or successors are elected and qualified, are as follows:

Kevin W. O'Neil 3765 Beneva Oaks Boulevard
Sarasota, Florida 34238

Maryrose A. O'Neil 3765 Beneva Oaks Boulevard
Sarasota, Florida 34238

ARTICLE VIII - INDEMNIFICATION

The Company shall indemnify each managing Member, manager and officer to the fullest extent permitted by the Florida Limited Liability Company Act.

ARTICLE IX - COMMENCEMENT OF EXISTENCE

In accordance with Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of subscription and acknowledgment of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of filing by the Secretary of State.

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Under penalties of perjury I declare that I have read the foregoing Articles of Organization and that the facts alleged are true, to the best of my knowledge and belief.

Dated: May 24, 2002

Kevin W. O'Neil

KEVIN W. O'NEIL

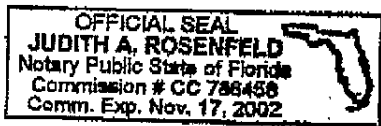
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STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared KEVIN W. O'NEIL, as a member and manager, (notary choose one) [] who is personally known to me or who has produced APLA Drivers License as identification and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 24 day of May, 2002.



Judith A. Rosenfeld

NOTARY PUBLIC
Judith A. Rosenfeld
Print Name of Notary Public And Affix Seal

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I, the undersigned appointed registered agent of K M REALTY OF SARASOTA, LLC, being familiar with the obligations of such position, hereby accept such appointment, agree to act in such capacity and accept the obligations proposed by Section 608.415, Florida Statutes.

DATED this 24th day of May, 2002.

Kevin W. O'Neil

KEVIN W. O'NEIL, Registered Agent