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September 12, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

9/16 FL LLC
CC

Re: Bandi-Coots, L.L.C.

Gentlemen:

Enclosed please find Articles of Organization of Bandi-Coots, L.L.C., and Certificate of Designation of Registered Agent/Registered Office, along with an extra copy. We also enclose a check in the amount of \$155 representing the filing fee of \$125 and \$30 for a certified copy.

Thank you for your assistance in this matter.

Sincerely,



Christopher H. Burrows

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Enclosures

cc: Mr. and Mrs. Andrew Kuperman

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION OF
BANDI-COOTS, L.L.C.,
A LIMITED LIABILITY COMPANY**

The undersigned, being a member, is authorized to execute and file these Articles, and hereby certifies that:

ARTICLE I - Name:

The name of the limited liability company is BANDI-COOTS, L.L.C.

ARTICLE II - Address And Registered Agent:

The mailing address and street address of the principal or business office of the limited liability company is: 5890 Enterprise Parkway, Ft. Myers, Florida 33905. The registered office is 5890 Enterprise Parkway, Ft. Myers, Florida 33905. Andrew Kuperman is the registered agent at that address.

ARTICLE III - Duration:

The period of duration for the limited liability company shall be perpetual commencing upon the acceptance of Articles of Organization by the Department of State.

ARTICLE IV - Management:

The limited liability company is to be managed by a manager and the name and address of the person who is to serve as manager is Andrew Kuperman, 5890 Enterprise Parkway, Ft. Myers, Florida 33905, until and unless a successor is elected and qualifies. Any Operating Agreement setting forth regulations of the company as defined in Florida statutes section 608.402(24) must be in writing and signed by all the initial members.

ARTICLE V - Admission of Additional Members:

Additional members may be admitted by consent of the manager under such terms as are set by the manager and are consistent with these Articles and the Regulations.

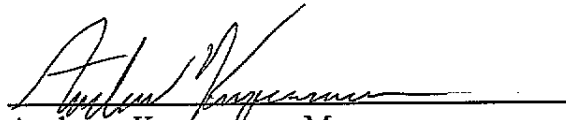
ARTICLE VI - Members' Rights to Continue Business

If there are any remaining members of the limited liability company they may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability

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TALLAHASSEE, FLORIDA

company unless a majority-in-interest of the members vote to terminate the business.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my free act this 12 day of September, 2002.



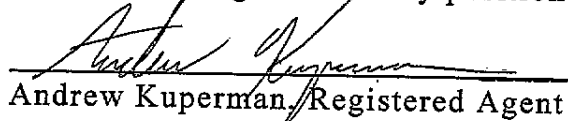
Andrew Kuperman, Manager

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 AND 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Bandi-Coots, L.L.C.
2. The name and the Florida street address of the registered agent and registered office are: Andrew Kuperman, 5890 Enterprise Parkway, Ft. Myers, Florida 33905.

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 that 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.



Andrew Kuperman, Registered Agent