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DIVISION OF CORPORATION

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RECEIVED

LIMITED LIABILITY COMPANY

Pier Investments, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

STATE OF FLORIDA
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 22, 2003

UPCHURCH, BAILEY & UPCHURCH

SUBJECT: PIER INVESTMENTS, LLC
REF: W03000038943

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FAX Aud. #: H03000339842
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ARTICLES OF ORGANIZATION
OF
PIER INVESTMENTS, LLC

The undersigned adopts the following Articles of Organization for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act.

ARTICLE I

Name

The name of the limited liability company (the "Company") is Pier Investments, LLC.

ARTICLE II

Duration

The Company shall have perpetual existence.

ARTICLE III

Mailing and Street Address of Principal Office

The mailing and street address of the Company's principal office is 1985 Mizell Road, St. Augustine, Florida 32080.

ARTICLE IV

Name and Address of Registered Agent

The name of the Company's initial registered agent is Arthur H. Runk, Sr. The street address of the registered agent is 1985 Mizell Road, St. Augustine, Florida 32080.

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ARTICLE V
Admission of New Members

The members shall have such rights to admit new members as provided in the Operating Agreement.

ARTICLE VI
Continuity of Business

The members shall have such rights to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member as may be provided in the Operating Agreement.

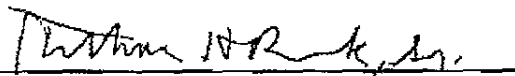
ARTICLE V
Management

The Company shall be a manager managed company. The initial manager(s) shall be:

Arthur H. Runk, Sr.

1985 Mizell Road
St. Augustine, Florida 32080

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this 20th day of December, 2003.


Arthur H. Runk, Sr.

Audit # H03000339842 3

STATE OF FLORIDA
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this 22nd day of December, 2003, by Arthur H. Runk, Sr., who () is personally known to me or () has produced Florida driver's license number _____ as identification.



Johanna S. Davies
My Commission 00170298
Expires August 17 2005

Johanna S. Davies
Notary Public

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept my obligations as registered agent.

DATED December 22, 2003.

Arthur H. Runk, Sr.
Arthur H. Runk, Sr.