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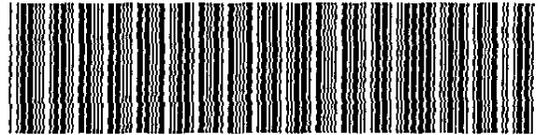
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STATE COURT OF FLORIDA
TALLAHASSEE, FLORIDA

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BERNHARD CONSTRUCTION, L.L.C.

Steven C. Bernhard
103 Marsh Lakes Drive
Fernandina Beach, FL 32034

Tel (904) 753-0369

December 15, 2003

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

Re: Bernhard Construction, L.L.C.

Ladies/Gentlemen:

Enclosed please find original and one copy of Articles of Organization for the above-referenced limited liability company, together with my check in the amount of \$125.00 for your filing fee.

Should you have any questions regarding the enclosed, please don't hesitate to contact me.

Sincerely,



Steven C. Bernhard

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BERNHARD CONSTRUCTION, L.L.C.

ARTICLES OF ORGANIZATION

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Company is: BERNHARD CONSTRUCTION, L.L.C.

ARTICLE II. ADDRESS

The mailing address of the principal office of the Company is:

103 Marsh Lakes Drive
Fernandina Beach, FL 32034

The street address of the principal office of the Company is:

103 Marsh Lakes Drive
Fernandina Beach, FL 32034

ARTICLE III. DURATION AND CONTINUATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Regulations or by the unanimous written agreement of all Members.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The Company designates 103 Marsh Lakes Drive, Fernandina Beach, FL 32034, as the street address of the initial registered office of the Company and names Steven C. Bernhard, as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager(s) are as follows:

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TALLAHASSEE, FLORIDA

Steven C. Bernhard

103 Marsh Lakes Drive
Fernandina Beach, FL 32034

The initial Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

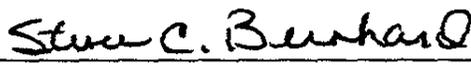
ARTICLE VII. MEMBERS RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to 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 company in the manner set forth in the Regulations of the Company.

ARTICLE VIII. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned authorized Member hereunto sets his hand and seal this 15 day of December, 2003.



STEVEN C. BERNHARD

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, BERNHARD CONSTRUCTION, L.L.C., A Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

1. The name of the Company is: BERNHARD CONSTRUCTION, L.L.C.

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2. The name of the registered agent and the address of the registered office are:

NAME: Steven C. Bernhard

ADDRESS: 103 Marsh Lakes Drive
Fernandina Beach, FL 32034

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.

By: Steven C. Bernhard
STEVEN C. BERNHARD

DATED: December 15, 2003

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TALLAHASSEE, FLORIDA

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