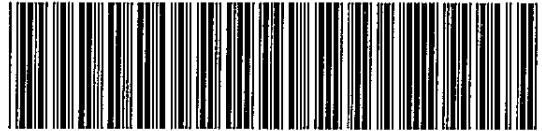


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South Charlotte Properties

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ARTICLES OF ORGANIZATION
OF
SOUTH CHARLOTTE PROPERTIES, LLC

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TALLAHASSEE, FLORIDA

1. Name. The name of this limited liability company is South Charlotte Properties, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 8310 Big Acorn Circle, #1001, Naples, Florida 34119.

5. Registered Agent and Office. The name of the initial registered agent of the Company is C. Perry Peeples, Esq. The street address of the initial registered agent of the Company is 5551 Ridgewood Drive, Suite 101, Naples, Florida 34108.

6. Management of the Company. The Company shall be a manager-managed Company, in accordance with the Operating Agreement adopted by the members. The name and address of the initial manager, who shall serve until the first annual meeting of the members or until its successors is elected and qualified is:

Saundry Associates, Inc., a Florida Corporation
8310 Big Acorn Circle
#1001
Naples, Florida 34119

7. Voting. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

8. Certificated Interests. The members' interests in the Company may be evidenced by certificates, at the discretion of the manager.

9. Additional Members. The company shall have the right to admit additional members pursuant to the terms and conditions of the Operating Agreement to be adopted by the members.

The undersigned executed these Articles of Organization as of the 27th day of January, 2004.

SOUTH CHARLOTTE PROPERTIES, LLC, a
Florida limited liability company

By: SAUNDRY ASSOCIATES, INC., a
Florida Corporation, Manager

By: Kenneth P. Saundry, Jr.
Kenneth P. Saundry, Jr., Vice President

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



C. Perry Peoples, Registered Agent

Dated: January 27th, 2004.