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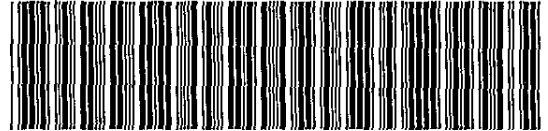
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1281 Court Street, LLC

- Art of Inc. File _____
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- Fictitious Name File _____
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- Fictitious Search _____
- Fictitious Owner Search _____
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- UCC 1 or 3 File _____
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ARTICLES OF ORGANIZATION
OF
1281 COURT STREET, LLC
a Florida Limited Liability Company

ARTICLE I
NAME

The name of this Limited Liability Company is 1281 COURT STREET, LLC (the "Company").

ARTICLE II
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
ADDRESS

The mailing and street address of the Company's principal place of business is 2244 Donato Drive, Belleair Beach, Florida 33786.

ARTICLE IV
DURATION

The Company's existence shall commence on the filing of these Articles with the Secretary of State, and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

**ARTICLE V
MANAGEMENT**

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

**ARTICLE VI
MANAGING MEMBER**

The name and address of the initial managing member is as follows:

Kenneth Lucci
2244 Donato Drive
Belleair Beach, Florida 33786

**ARTICLE VII
ADMISSION OF NEW MEMBERS**

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

**ARTICLE VIII
ADOPTION OF REGULATIONS**

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE IX
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

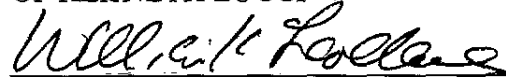
**ARTICLE X
INITIAL ADDRESS OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 401 S. Lincoln Ave., Clearwater, Florida 33756. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as WILLIAM K. LOVELACE. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 15th day of July, 2004.


AUTHORIZED REPRESENTATIVE
OF KENNETH LUCCI


WILLIAM K. LOVELACE, ESQUIRE

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 15th day of July, 2004, by WILLIAM K. LOVELACE, as Authorized Representative of KENNETH LUCCI, who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.


Notary Public, State of Florida
My Commission Expires:

PHYLLIS ANN CASH
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD135918
EXPIRES 7/30/2008
BONDED THRU 1-888-NOTARY1

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article X of these Articles of Organization, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

William K. Lovelace, Esquire
401 S. Lincoln Ave.
Clearwater, Florida 33756

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.


WILLIAM K. LOVELACE, ESQUIRE