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CARLTON
LAKES

May 8, 1999

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 24 PM 3:38

RE: Articles of Organization Initial Filing

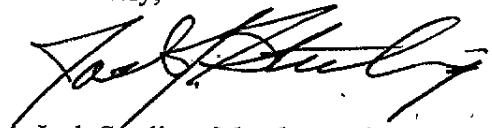
Dear Division of Corporations:
Enclosed please find the following:

1. Articles of Organization for a Florida Limited Liability Company.
2. Affidavit of Membership and Contributions.
3. Certificate of Designation of Registered Agent/Office.
4. A check in the amount of \$346.25 for filing fees.

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-05/10/99--01142--013
****346.25 ****346.25

Please register this corporation in the State of Florida. If you have any questions, you may contact me at the numbers below. Thank you in advance for your cooperation.

Sincerely,



Jack Sterling, Member and Registered Agent.

L99-2975

Name	JS
Availability	05/24
Document Examiner	JS
Updater	JS
Updater Verifier	JS
Acknowledgement	JS
W. P. Verifier	JS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 12, 1999

JACK STERLING
2405 PIPER BLVD.
NAPLES, FL 34110

SUBJECT: CMS DEVELOPMENT, L.L.C.
Ref. Number: W99000011152

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We have received your document for CMS DEVELOPMENT, L.L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 999A00026093

**Articles Of Organization For
Florida Limited Liability Company**

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The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited Liability Company is:

CCMS Development, L.L.C., hereinafter "Company".

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

2405 Piper Boulevard
Naples, FL 34110

ARTICLE III - DURATION

The Company shall commence its existence on the date that these Articles of Organization are filed by the Florida Department of state. The Company's existence shall terminate not later December 31, 2020, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, retirement, insanity, resignation, expulsion or dissolution of any member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE V - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all of the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business or affairs of Company or become a member unless all the other members of the Company other than the member proposing of his or her interest approve of the proposed transfer by unanimous written consent.

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ARTICLE VI - MANAGEMENT

The Company is to managed by a Managing Member and the name and address of such
Managing Member is:

Robert G. Claussen
2404 Piper Boulevard
Naples, FL 34110

The Managing Member shall hold the exclusive voting interest in the Company and the
exclusive power to adopt, alter, amend or repeal the regulations of the Company.

ARTICLE VII - MEMBERSHIP AND CAPITAL CONTRIBUTIONS

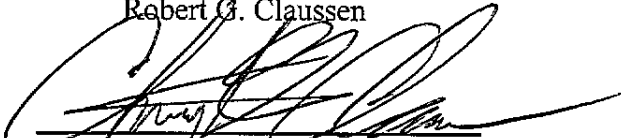
The Affidavit of Membership and Contributions for the company is attached hereto and
incorporated herein as Exhibit "A".

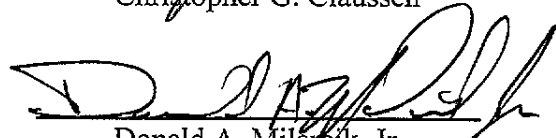
ARTICLE VIII - REGISTERED AGENT AND OFFICE

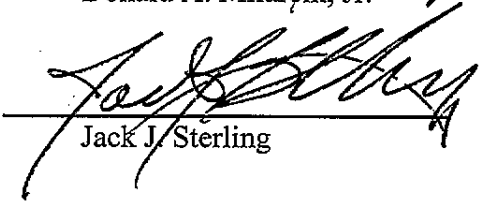
The Certificate of Designation of Registered Agent/Registered Office for the Company is
attached hereto and incorporated herein as Exhibit "B".

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these
Articles of Organization on the 21st day of April, 1999.

ORGANIZER: 
Robert G. Claussen

ORGANIZER: 
Christopher G. Claussen

ORGANIZER: 
Donald A. Milarcik, Jr.

ORGANIZER: 
Jack J. Sterling

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STATE OF FLORIDA
COUNTY OF COLLIER

SWORN TO AND SUBSCRIBED before me this 21 day of April, 1999 by Robert G. Claussen, who is personally known to me.

(SEAL)



MARIE A. SMITH
My Comm Exp. 9/25/99
Bonded By Service Ins
No. CC492914
 Personally Known Other I.D.

Marie A. Smith
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF COLLIER

SWORN TO AND SUBSCRIBED before me this 21 day of April, 1999 by Christopher G. Claussen, who is personally known to me.

(SEAL)



MARIE A. SMITH
My Comm Exp. 9/25/99
Bonded By Service Ins
No. CC492914
 Personally Known Other I.D.

Marie A. Smith
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF COLLIER

SWORN TO AND SUBSCRIBED before me this 21 day of April, 1999 by Donald A. Milarcik, Jr., who is personally known to me.

(SEAL)



MARIE A. SMITH
My Comm Exp. 9/25/99
Bonded By Service Ins
No. CC492914
 Personally Known Other I.D.

Marie A. Smith
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF COLLIER

SWORN TO AND SUBSCRIBED before me this 21 day of April, 1999 by Jack J. Sterling, who is personally known to me.

(SEAL)



MARIE A. SMITH
My Comm Exp. 9/25/99
Bonded By Service Ins
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Marie A. Smith
Notary Public
My Commission Expires:

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EXHIBIT "A"


AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representatives of a member of
CCMS Development, L.L.C.

certifies:

1. The above names Limited Liability Company has at least two members.
2. The total amount of cash contributed by the member(s) is: \$100.00
3. If any, the agreed value of property other than cash
contributed by member(s) is: \$ -0-
(A description of the property is attached and made a part hereto.)
4. The total amount of cash or property anticipated to be
contributed by member(s) is: \$100.00
(This total includes amounts from 2 and 3 above.)

**Signature of Member or
Authorized Representative of a Member:**


Robert G. Claussen

In accordance with Section 608.408.(3), Florida Statutes, the execution of the Affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

EXHIBIT "B"

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

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 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:

CCMS Development, L.L.C.

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

Jack Sterling
2405 Piper Boulevard
Naples, FL 34110

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.


SIGNATURE