Division of Corporations

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AL

LIMITED LIABILITY COMPANY

BANNER SUPPLY COMPANY FORT MYERS, LLC

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ARTICLES OF ORGANIZATION
OF
BANNER SUPPLY COMPANY FORT MYERS, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I
Name

The name of the limited liability company is BANNER SUPPLY COMPANY FORT MYERS, LLC (the "Company").

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Article II
Duration

This Company shall exist perpetually. The existence of the Company shall commence on the date of execution of these articles, if filed with the Florida Secretary of State within 5 days thereafter.

Article III
Nature of Business and Mailing Address

This Company is organized for the purpose of engaging in all lawful activities and do all other things which may be necessary or desirable in connection with the foregoing. The mailing address and the street address of the Company's initial principal office is 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131.

THIS INSTRUMENT PREPARED BY:

Mark J. Scheer, Esq.
Gunster, Yoakley & Stewart, P.A.
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131
Tel: (305) 376-6040

Florida Bar No.: 0710430

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Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this Company is 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131 and the registered agent at that address is Valdes-Fauli Corporate Services, Inc.

Article V
Membership Certificates and Membership Interests

(a) Each Member's interest in the Company may be evidenced by a membership participation or unit certificate. Membership interests in the Company may further be divided into one or more classes of membership interests, which classes shall have such voting rights, distribution rights and other rights and privileges as set forth in the Company's Regulations and Operating Agreement.

(b) No Member of this Company may transfer, sell or assign its Membership Interest in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

Article VI
Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members with the consent of all of the Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the consent of the Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

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Article VII
Management

This company shall be managed by a Board of Managers which shall be elected in accordance with the Regulations and Operating Agreement of the Company.

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Article VIII
Amendment

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles effective as of the 1st day of January, 2001.

Mark J. Scheer, Esq.
Authorized Representative

STATE OF FLORIDA)
) ss.:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 1st day of January, 2001 by Mark J. Scheer, Esq., who is personally known to me.

Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
MICHELLE SANDERSON
COMMISSION NUMBER
CC899732
MY COMMISSION EXPIRES
JAN. 4,2004

NOTARY PUBLIC STATE OF FLORIDA

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, 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.

VALDES-FAULI CORPORATE SERVICES, INC.

By: _____
Mark J. Scheer, Vice President

Dated: January 1, 2001

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