

ARTICLES OF ORGANIZATION
OF
JODY CARTER PINE STRAW, L.L.C.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a Limited Liability Company pursuant to Chapter 608, Florida Statutes, and other applicable laws of the State of Florida, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Limited Liability Company shall be JODY CARTER PINE STRAW, L.L.C. (the "Company").

ARTICLE II

DURATION

This Company shall have perpetual existence commencing on the date of filing of these Articles of Organization.

ARTICLE III

PURPOSE

This Company is created for the purpose of transacting such business as may be agreed upon by the member(s).

ARTICLE IV

PLACE OF BUSINESS AND REGISTERED AGENT

and mailing address same

The principal place of business of this Company shall be 10798 96th Place, Live Oak, Florida 32060, and such other place or places as the member(s) from time to time may determine.

The initial Registered Agent of the Company shall be Jody Carter, whose address is 10798 96th Place, Live Oak, Florida 32060.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 21 AM 10:58

APPROVED
AND
FILED

ARTICLE V

CONTRIBUTIONS TO CAPITAL

The initial capital of this Company shall consist of the sum of one hundred dollars (\$100.00) which will be contributed by the member(s) in the following amounts:

1. Jody Carter 100% \$100.00

Additional capital contributions to equity shall be made in cash or property at such times and in such amounts as set forth in the promissory notes and as the member(s) may agree unanimously in writing. However, failure of any member to make capital contributions as called for by the members shall not in any way affect the validity or standing of this Company.

No member shall be entitled to receive interest on his contribution to capital.

ARTICLE VI

MANAGEMENT OF BUSINESS

The management of this Company shall be vested in a manager or managers who shall be elected annually by the members in a manner prescribed by and provided in the regulations of this Company. The initial managing member shall be Jody Carter.

ARTICLE VII

REGULATIONS

At the time of executing these articles of organization, the member(s) of the Company may adopt an operating agreement creating regulations containing all provisions for the regulation and management of this Company not inconsistent with law or these articles.

The power to alter, amend or repeal these regulations shall be vested in all the member(s) of this Company.

00 JAN 21 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE VIII

PROPERTY

Real or personal property originally brought into or transferred to the Company, or acquired by the Company by purchase or otherwise, shall be held and owned, and conveyance shall be made, in the name of this Company.

ARTICLE IX

MEETING OF MEMBERS

Annual meetings of the member(s) shall be held within thirty (30) days after the close of the Company's fiscal year at times and places selected by the members. Special meetings may be called, and all other matters with respect to meetings, shall be governed by, provided for and construed in accordance with the requirements set forth in the regulations.

Minutes shall be kept of all annual and special meetings.

ARTICLE X

TRANSFERABILITY OF MEMBERS' INTEREST

A member's interest in this Company may be transferred only with the unanimous written consent of all the remaining members if the transferee intends to become a member. Without this consent, the transferee shall not be entitled to become a member or to participate in the management of the Company, but shall be entitled only to the share of profits, other compensation or return of contributions to which the transferor otherwise would be entitled.

ARTICLE XI

PROFITS AND LOSSES

The member(s) of this Company shall be entitled to the net profits arising from the operation of the Company business. Each member shall be entitled to his distributive share of the profits according to his pro rata interest in the Company. Losses shall be passed through to each member in the same proportion according to his pro rata interest in the Company.

APPROVED
AND
FILED
JAN 21 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XII

ADMISSION OF NEW MEMBERS

Additional members may be admitted from time to time with the unanimous written consent of the member(s) on such terms and conditions as are set forth in the regulations of this Company.

ARTICLE XIII

WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

In the event of withdrawal, retirement, death, bankruptcy, or expulsion of a member, this Company shall remain in existence and continue in business pursuant to the applicable provisions of the regulations.

ARTICLE XIV

LIMITED LIABILITY OF MEMBERS

The private property of the members shall not be subject to payment of the Company's debts to any extent.

ARTICLE XV

AMENDMENTS

These articles, except with respect to the vested rights of the member(s), may be amended from time to time by the unanimous consent of the member(s), and the amendments shall be filed, duly signed by all members of the Company, with the Florida Department of State.

ARTICLE XVI

HEADINGS AND CAPTIONS

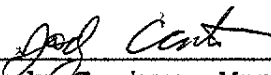
The headings or captions of these various articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned, being the managing member hereinbefore named, for the purpose of forming a limited liability company under the laws of the State of Florida to do business both

00 JAN 21 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

within and without the State of Florida, hereby make and file these Articles of Organization, declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto sets his hand and seal on January 20, 2000.



Jody Carter, Managing Member

APPROVED
AND
FILED

00 JAN 21 AM 10:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

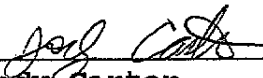
In compliance with Section 48.091 and 608.415, Florida
Statutes, the following is submitted:

JODY CARTER PINE STRAW, L.L.C., desiring to organize as a
limited liability company under the laws of the State of Florida
with its principal place of business at 10798 96th Place, Live Oak,
Florida 32060, and its registered office at 10798 96th Place, Live
Oak, Florida 32060, has named and designated Jody Carter as its
Registered Agent to accept service of process within the State of
Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
named company, at the place designated in this Certificate, I
hereby agree to act in this capacity, and I am familiar with and
accept the obligations of Section 608.415, Florida Statutes, as the
same may apply to the said company; and I further agree to comply
with the provisions of Section 48.091, Florida Statutes and all
other statutes relating to the proper and complete performance of
my duties as Registered Agent.

Dated January 20, 2000.



Jody Carter
Registered Agent

APPROVED
AND
FILED
00 JAN 21 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA