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Christopher J. Gerety *
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Christopher T. Fulmer **†
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TRIMMIER LAW FIRM
A PARTNERSHIP OF LIMITED LIABILITY ENTITIES
ATTORNEYS AT LAW

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REPLY TO

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January 27, 2000

Registration Section
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, FL 32314

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****500.00 ****125.00

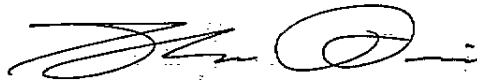
RE: Articles of Organization – THE CUSO, LLC; Joint CUSO, LLC; Gold Coast CUSO, LLC;
Federal Employees CUSO, LLC

Dear Sirs:

Enclosed herein please find Articles of Organization and Agent's Designation for the above-referenced limited liability companies. Please file these documents and issue letters of acknowledgment. We have included our check in the amount of \$500.00 to cover the expense of filing these documents.

If you have any questions, please feel free to contact me.

Sincerely,



SHANNON E. PRICE
For the Firm

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF JOINT CUSO, L.L.C.**

ARTICLE I

NAME

The name of this limited liability company is: Joint CUSO, L.L.C.

ARTICLE II

DURATION

This limited liability company shall have a perpetual duration.

ARTICLE III

ADDRESS

The mailing address and the street address of this limited liability company's principle office is:

1903 South Congress Avenue, #100
Boynton Beach, Florida 33426

ARTICLE IV

REGISTERED AGENT

The name and street address of this limited liability company's registered agent is:

John Deese
3469 Summit Boulevard
West Palm Beach, FL 33406

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ARTICLE V

ADDITIONAL MEMBERS

Additional members may be elected to this limited liability company only upon the unanimous consent of all members.

ARTICLE VI

DISSOLUTION AND TERMINATION

This limited liability company shall be dissolved and its affairs wound up upon the first to occur of the following:

- a) The consent of the members;
- b) The death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminated the continued membership of a member in the limited liability company unless within ninety (90) days after such event, this limited liability company is continued by the unanimous consent of the remaining members;
- b) Entry of decree of judicial dissolution.

ARTICLE VII

MANAGEMENT

SECTION 1

The business of this limited liability company shall be managed by four Managers. Each Member shall elect one Manager and a majority vote of Managers shall be required to act on behalf of the limited liability company.

SECTION 2

No manager shall have any membership voting rights unless said manager is a member.

SECTION 3

C. Stephen Trimmier
P.O. Box 1885
Birmingham, AL 35201

John Deese
3469 Summitt Boulevard
West Palm Beach, FL 33406

Rob Delaney
2226 South Congress Avenue
West Palm Beach, FL 33406

Mike Welte
P.O. Box 16659
West Palm Beach, FL 33416

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VIII.
LIMITATION OF LIABILITY AND
INDEMNIFICATION OF MEMBERS AND MANAGERS

SECTION 1

The members and managers of this limited liability company claim the benefits of limitation of liability except as otherwise provided in this Operating Agreement to the fullest extent allowed by law as fully and completely as though the provisions were recited herein in full.

SECTION 2

There shall be indemnification of any member or manager, for judgement, settlement, penalties, fines or expenses incurred because he is or was a member or a manager, except for instances in which said manager engaged in willful, wanton, or grossly negligent conduct.

IX.
PROFITS, LOSSES AND DISTRIBUTION

SECTION 1

The profits and losses of this limited liability company shall be allocated among members in proportion to the percentage of interest each member has in this limited liability company.

SECTION 2

A member is entitled to receive distributions from this limited liability company before the withdrawal of the member from this limited liability company to the extent and at the times or upon the occurrence of the events authorized by a majority of the membership interest.

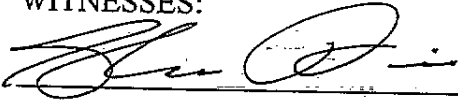
SECTION 3

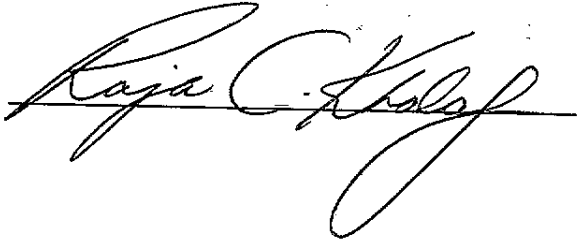
Interim distributions of cash or other assets of this limited liability company shall be allocated among the members in proportion to the percentage of interest each member owns in this limited liability company.

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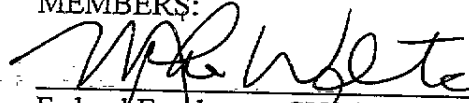
IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

WITNESSES:

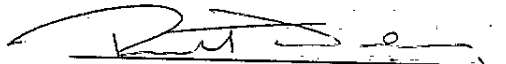




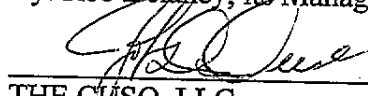
MEMBERS:


Federal Employees CUSO, LLC

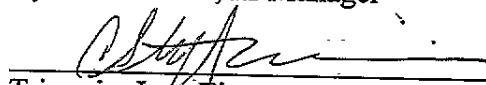
By: Mike Welte, its Manager


Gold Coast CUSO, LLC

By: Rob Delaney, its Manager


THE CUSO, LLC

By: John Deese, its Manager



Trimmier Law Firm

By: C. Stephen Trimmier, its Manager

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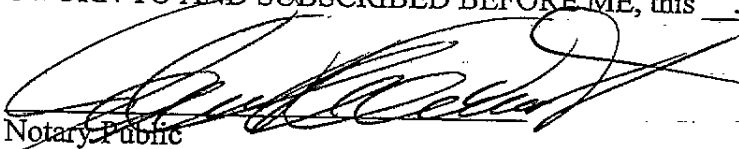
AGENT'S AFFIDAVIT AND ACKNOWLEDGEMENT
OF ACCEPTANCE FOR JOINT CUSO, L.L.C.

I hereby acknowledge and accept the appointment of registered agent for and on behalf of the above named limited liability company. I am familiar with, and accept, the obligations of this position.



John Deese

SWORN TO AND SUBSCRIBED BEFORE ME, this 30th day of October, 1999.



Notary Public

My commission expires _____



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TALLAHASSEE, FLORIDA