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February 18, 2000

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UPS Next Day Air

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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-02/21/00--01132--001
****800.00 ****160.00

Re: Tampa Gateway Park Properties, LLC
Tampa Gateway Park TC Partners, LLC
Tampa Gateway Park H1 Partners, LLC
Tampa Gateway Park H2 Partners, LLC
Tampa Gateway Park BK Partners, LLC

To Whom It May Concern:

Enclosed for processing are two originals of Articles of Organization for each of the above-noted limited liability companies. Please file one original and certify and return one original to me for each LLC.

Also enclosed is our firm check in the amount of \$800.00, to cover the following costs for each new LLC to be formed:

1.	Filing fee	\$100.00
2.	Designation of Registered Agent	25.00
3.	Certified copy of Charter	30.00
4.	Status Certificate	5.00
	Total	\$160.00 each filing

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TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	Thank you. DCC
Uploader	DCC
Uploader Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC
NRB/as	

If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

Enclosures
20-9984

L0000000 2123

6 Pages

ARTICLES OF ORGANIZATION

OF TAMPA GATEWAY PARK PROPERTIES, LLC

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be Tampa Gateway Park Properties, LLC, and its principal place of business and its mailing address shall be 214 Shore Crest Drive in the City of Tampa, County of Hillsborough, State of Florida 33609.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, and all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated herein, otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objectives, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or interference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

DURATION

This limited liability company shall exist for thirty (30) years or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 214 Shore Crest Drive in the City of Tampa, County of Hillsborough, State of Florida 33609.

ARTICLE V

MANAGEMENT

The limited liability company is to be managed by a manager or managers and the names and addresses of such managers of the company are:

NAME	ADDRESS
David F. Kilcoyne	7528 U.S. Highway 301 North Tampa, Florida 33637
Frederic M. Archerd, Jr.	214 Shore Crest Drive Tampa, Florida 33609

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The Florida street address of the initial registered office of the limited liability company is Carey, O'Malley, Whitaker & Manson, P.A., 712 South Oregon Avenue, City of Tampa, County of Hillsborough, State of Florida 33606, and the name of its initial registered agent at such address is Daniel D. Whitaker.

ARTICLE VII

ADMISSION OF ADDITIONAL MEMBERS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of the members.

ARTICLE VIII

MEMBERS RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

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The undersigned, being the authorized representative of the original members of the limited liability company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of Tampa Gateway Park Properties, LLC.

Executed by the undersigned at 712 South Oregon Avenue, Tampa, Florida on February 18, 2000.

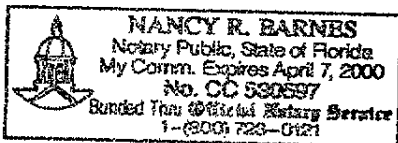
[Signature]

Name of Organizer/Authorized Representative of the Members: Daniel D. Whitaker

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me personally appeared Daniel D. Whitaker, authorized representative on behalf of the members of the above limited liability company, who signed the above Articles of Organization as his free and voluntary act for the uses and purposes mentioned and set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 18 day of February, 2000.



Nancy R. Barnes

Type, Print or Stamp Name of Notary Nancy R. Barnes

Personally Known x

or Produced Identification _____

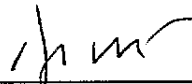
Type of Identification Produced _____

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ACCEPTANCE OF REGISTERED AGENT / REGISTERED OFFICE

The undersigned, having been named in the Articles of Organization of Tampa Gateway Park Properties, LLC, as registered agent and to accept service of process for this limited liability company at the place designated at Article VI, hereby accepts the appointment as registered agent and agrees to act in this capacity.

I further agree to comply with the provision 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 of the Company.



Name: Daniel D. Whitaker
Registered Agent
712 South Oregon Avenue
Tampa, Florida 33606

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TALLAHASSEE, FLORIDA