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ACCOUNT NO. : 072100000032

REFERENCE : 603654 9958A

AUTHORIZATION :

Patricia Page

COST LIMIT : \$ 230.00

ORDER DATE : February 28, 2000

ORDER TIME : 1:53 PM

ORDER NO. : 603654-005

CUSTOMER NO: 9958A

900003151499--E

CUSTOMER: Ms. Chris R. Kelly
STROSS LAW FIRM
STROSS LAW FIRM
Suite 351
33920 Us 19 North
Palm Harbor, FL 34684

DOMESTIC FILING

NAME: FS FARM, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

3 CERTIFIED COPY
 PLAIN STAMPED COPY
3 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

APPROVED
AND
FILED

00 FEB 29 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 FEB 29 AM 11:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

229-00

Prepared by:
Andrew E. Plesko
Christoffel & Elliott, P.A.
1111 Piper Jaffray Plaza
444 Cedar Street
St. Paul, MN 55101

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AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
FS FARM, L.L.C.**

The undersigned, being a Member and the Organizer of FS Farm, L.L.C. (the "Company") hereby being formed under Chapter 608, Florida Statutes, hereby files the following Articles of Organization for the Company:

FIRST: The name of the Company is:

FS Farm, L.L.C.

SECOND: The latest date on which the Company is to dissolve is December 31, 2035.

THIRD: The Company is organized to engage in and do any lawful act concerning any lawful business for which a limited liability company may be organized in accordance with Florida law, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The street address of the initial registered office of the Company in Florida is 33920 U.S. Highway 19 N., Suite 351, Palm Harbor, Florida 34684, and the name of the initial registered agent of the Company in Florida at that address is Howard C. Stross.

FIFTH: The principal place of business of the Company is 5300 N. Powerline Road, Suite 207, Ft. Lauderdale, Florida 33309.

SIXTH: The Company is to be managed by a Managing Member. The name and address of the initial Managing Member is: E. J. Plesko, having an address at 6515 Grand Teton Plaza, Suite 300, Madison, Wisconsin 53719.

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Company, as capital, by the Members is \$100.00. The allocations and distributions of the Company shall be made in proportion to the Members' Percentage Interests, as set forth in the Operating Agreement.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may be agreed by the unanimous vote of the Members, in accordance with the terms and conditions of the Operating Agreement of the Company. No additional capital contributions have been agreed to by the Members at this time.

Attachment to Articles of Incorporation for FS FARM, L.C.C.

The effective date for the above company shall be February 28, 2000.

The mailing address shall be 5300 North Powerline Road, Suite 207
Fort Lauderdale, Florida 33309

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TALLAHASSEE, FLORIDA

NINTH: The existing Members shall have the right to admit additional Members to the Company, by the unanimous vote or consent of the Members, in accordance with the terms and conditions of the Operating Agreement of the Company.

TENTH: The remaining Members of the Company, by the unanimous vote or consent of the Members (other than the Member who caused the Withdrawal Event, as defined in the Operating Agreement), may continue the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

ELEVENTH: None of the Members of the Company are liable for payment of any debt, obligation or other liability of the Company.

IN WITNESS WHEREOF, the undersigned has executed and acknowledged these Articles Of Organization on February 21, 2000.

In the presence of:

Andrew E. Plesko
print name: ANDREW E. PLESKO

E. J. Plesko
E. J. PLESKO, Member and Organizer

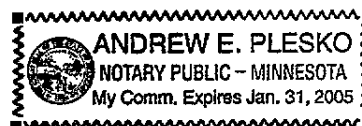
Charles E. Keenan
print name: CHARLES E. KEENAN

STATE OF Minnesota
COUNTY OF Ramsey

The foregoing instrument was acknowledged before me this 21st day of February, 2000, by E. J. PLESKO, as a Member and the Organizer of FS Farm, L.L.C., on behalf of the company, who is personally known to me ~~(or who has produced~~ as identification).

NOTARY PUBLIC:

Sign AEP
Print Andrew E. Plesko
My Commission Expires: 1/31/05

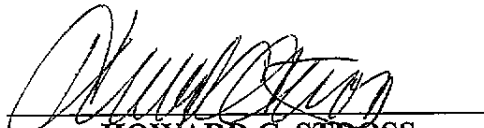


**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

I, having been named as Registered Agent for FS Farm, L.L.C., hereby voluntarily consent to serve as Registered Agent for FS Farm, L.L.C..

I know and understand the duties and responsibilities of a Registered Agent as set forth in chapter 608, Florida Statutes, and I hereby accept those duties and responsibilities.

Dated: February 25, 2000..


HOWARD C. STROSS

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