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ACCOUNT NO. : 072100000032

REFERENCE : 635888 9196A

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 155

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TALLAHASSEE, FLORIDA

ORDER DATE : March 23, 2000

ORDER TIME : 10:35 AM

ORDER NO. : 635888-005

CUSTOMER NO: 9196A

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CUSTOMER: Ms. Clare Phillips
KATHERINE A. CHRISTY, ESQ
KATHERINE A. CHRISTY, ESQ
Suite 150
250 International Parkway
Heathrow, FL 32746

DOMESTIC FILING

NAME: FLORIDA CAPITAL PROPERTIES,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

LOO-3311

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Examiner	
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Acknowledgment	
W. P. Verifier	

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**ARTICLES OF ORGANIZATION FOR
FLORIDA CAPITAL PROPERTIES, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is: **FLORIDA CAPITAL PROPERTIES, L.L.C.**

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is: 250 International Parkway, Suite 150, Heathrow, Florida, 32746.

ARTICLE III - Duration

The limited liability company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State of Florida for filing and shall be perpetual, unless otherwise terminated pursuant to the Regulations among the Members.

ARTICLE IV - Management

The Limited Liability Company is to be managed by a Board of Directors consisting of directors who are elected by the Members. The number of directors of this Company may be increased or decreased from time to time pursuant to the Regulations adopted by the Members. The names and addresses of the initial directors are as follows:

C. Thomas Selby
250 International Parkway
Suite 150
Heathrow, FL 32746

ARTICLE V - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right of the remaining members of the limited liability company to continue the business on 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 limited liability company shall be the affirmative vote of 51% of the member's contributed capital.

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ARTICLE VI - LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.24 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

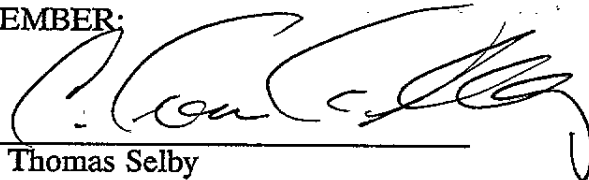
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ARTICLE VII - REGULATIONS

The Regulations (as defined in Section 608.402(13) of the Florida Limited Liability Company Act) relating to this Limited Liability Company must be in writing and signed by all of the Members.

IN WITNESS WHEREOF, I/we have signed these Articles of Organization and acknowledged them to be my/our act this 22nd day of March, 2000.

MEMBER:


C. Thomas Selby

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:


FLORIDA CAPITAL PROPERTIES, L.L.C.

2. The name and address of the registered agent and office is:

C. Thomas Selby
250 International Parkway, Suite 150
Heathrow, FL 32746

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions 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.


C. Thomas Selby

March 22, 2000
(Date)