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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 651399 4718535

AUTHORIZATION :

COST LIMIT : \$ ~~155~~ PPD

ORDER DATE : April 5, 2000

ORDER TIME : 3:22 PM

ORDER NO. : 651399-005

CUSTOMER NO: 4718535

CUSTOMER: Mr. Gary K. Wilson
PORTER WRIGHT MORRIS & ARTHUR
PORTER WRIGHT MORRIS & ARTHUR
Suite 300
5801 Pelican Bay Boulevard
Naples, FL 34108

300003197513--6
-04/06/00--01005--014
****125.00 ****125.00

300003197513--6
-04/06/00--01005--015
*****30.00 *****30.00

DOMESTIC FILING

NAME: CORTINA DEVELOPMENT, LC

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:

RECEIVED
00 APR -5 PM 4:47
DEPARTMENT OF STATE
DIVISION OF CORPORATE AND
TALLAHASSEE, FLORIDA

FILED
00 APR -5 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
CORTINA DEVELOPMENT, LC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be CORTINA DEVELOPMENT, LC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the initial principal office of the Company shall be 2043 Trade Center Way, Naples, Florida 34109.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be fifteen (15) years unless the Company is earlier dissolved as provided in these articles of organization or in the Company's operating agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are Gary K. Wilson, 5801 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108-2709.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company \$1,250,000.00.

ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the operating agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII -- WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company upon the unanimous prior consent of all the nonwithdrawing members of the Company.

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00 APR 25 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events specified in the Company's operating agreement.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by managers in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company. This operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial managers of the Company are John Soave, 2043 Trade Center Way, Naples, Florida, Arthur Scheinholz, 5051 Castello Drive, Naples, Florida 34103 and Enrique Darer, 39 Brighton Avenue, Boston Massachusetts 02131.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Naples, Florida, on this 3rd day of March, 2000.



John F. Soave

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to and subscribed before me this 3rd day of March, 2000, by JOHN F. SOAVE.





Notary Public -- State of Florida

M. K. TASKER

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

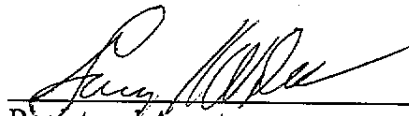
(SEAL)

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00 APR -5 AM 9:25
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TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of CORTINA DEVELOPMENT, LC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accept the obligations of the position of registered agent.

Date: MARCH 3, 2000



Registered Agent

NAPLES/211158 v.01

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00 APR -5 AM 9:25
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TALLAHASSEE FLORIDA