

RICHARD J. STRAND
 B. J. SELL
 (P. SELL)
 F. J. FRENCH
 CHRISTOPHER M. FELL
 MITCHELL J. FRANK
 STEPHEN J. FRENCH
 DAVID D. LOCKE
 JACK P. PRES, III
 AMANDA J. BARRET
 MARK N. MILLER

MARY S. ...
 REIL A. ...
 LOUIS ...
 KING ...
 ROBERT ...
 JAMES ...
 JOSEPH B. ...
 ROBERT ...
 JOHN ...
 TED ...
 THEODORE ...

A. H. LANE (RETIRED)

June 28, 2000

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

SECRETARY OF STATE
TALLAHASSEE FLORIDA

00 JUN 30 PM 12:33

FD-302

WL 7/6

Re: Patriarch Properties of Central Florida, L.L.C.,
a Florida Limited Liability Company

Ladies and Gentlemen:

L-7916

600003310546--5
-07/03/00--01005--005
*****133.75 *****133.75

Enclosed please find the original and a duplicate of the following documents for the formation of the above named Florida Limited Liability Company:

1. The duly executed Articles Of Organization For A Florida Limited Liability Company; and
2. The duly executed Certificate Of Designation Of Registered Agent/Registered Office.

Our search of the Secretary of State's On-Line Records indicates that the aforesaid name is available for a Florida Limited Liability Company. After examination, please file the original of the Articles Of Organization and then furnish to the undersigned a Certificate Of Organization with respect to the above named Limited Liability Company.

Next, enclosed please find this Firm's check in the amount of \$133.75 to cover the filing fee for the Articles Of Organization in the amount of \$100.00, the filing fee for the Certificate Of Designation Registered Agent/Registered Office in the amount of \$25.00 and the fee for furnishing a certified copy in the amount of \$8.75.

If there are any questions concerning any of the foregoing, it would be greatly appreciated if you would telephone the undersigned collect at (863) 284-2213.

LANE, TROHN, BERTRAND & VREELAND, P.A.

ONE LAKE MORTON DRIVE • P.O. BOX 3 • LAKELAND, FLORIDA 33802-0003 • PHONE (863) 284-2200 • FAX (863) 688-0310
WWW.LANETROHN.COM

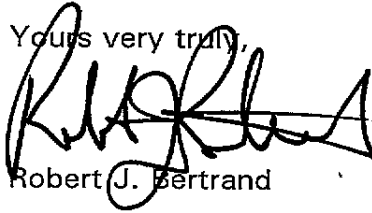
LANE, TROHN, BERTRAND & VREELAND, P.A.

June 28, 2000

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Thanking you for your usual cooperation, I am

Yours very truly,

A handwritten signature in black ink, appearing to read "R. Bertrand", written over a horizontal line.

Robert J. Bertrand

RJB/mcd

Enclosures

xc: Patriarch Properties of Central Florida, L.L.C.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION
OF
PATRIARCH PROPERTIES OF CENTRAL FLORIDA, L.L.C.

The undersigned hereby presents these Articles of Organization for the formation of a Limited Liability Company pursuant to the Florida Limited Liability Company Act.

ARTICLE I

NAME

The name of the Limited Liability Company is PATRIARCH PROPERTIES OF CENTRAL FLORIDA, L.L.C.

ARTICLE II

PRINCIPAL OFFICE

The mailing address of the Limited Liability Company is 6259 Butternut Drive, Lakeland, Florida 33813 and the street address of the principal office of the Limited Liability Company is 6259 Butternut Drive, Lakeland, Florida 33813.

ARTICLE III

DURATION

The Limited Liability Company shall have perpetual existence, commencing on the date of the execution and acknowledgment of these Articles of Organization.

ARTICLE IV

PURPOSE

The Limited Liability Company is organized for the purpose of transacting any and all lawful business.

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TALLAHASSEE FLORIDA

ARTICLE V
MANAGEMENT

The Limited Liability Company is to be managed by its Members.

ARTICLE V
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Limited Liability Company is 6259 Butternut Drive, Lakeland, Florida 33813 and the name of the initial registered agent of the Limited Liability Company at that office is Gregory S. Smith.

ARTICLE VI
INDEMNIFICATION

Except to the extent otherwise provided in the Operating Agreement of the Limited Liability Company, the Limited Liability Company shall indemnify each person or entity who was or is a Member, director, officer, employee or agent of the Limited Liability Company to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Member or Members has or have executed these Articles of Organization this 29 day of JUNE, 2000.



GREGORY S. SMITH

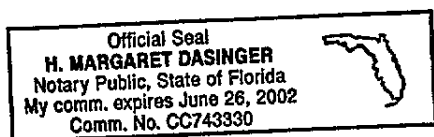


JILLANNE S. SMITH

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JUN 30 PM 12:33
CLERK OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles Of Organization were acknowledged before me this 29th
day of June, 2000, by Gregory S. Smith who is personally known to me or who
produced his Florida driver's license as identification.

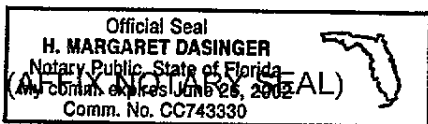


(AFFIX NOTARY SEAL)

H. Margaret Dasinger
NOTARY PUBLIC, State of Florida at Large
H. Margaret Dasinger
(Printed Name)
My commission expires June 26, 2002

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles Of Organization were acknowledged before me this 29th
day of June, 2000, by Jillanne S. Smith who is personally known to me or who
produced her Florida driver's license as identification.



H. Margaret Dasinger
NOTARY PUBLIC, State of Florida at Large
H. Margaret Dasinger
(Printed Name)
My commission expires June 26, 2002

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION

OF

REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the Limited Liability Company is: PATRIARCH PROPERTIES OF CENTRAL FLORIDA, L.L.C.

2. The name and street address of its initial registered agent and initial registered office are:

Gregory S. Smith
6259 Butternut Drive
Lakeland, Florida 33813

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.



GREGORY S. SMITH

Date: JUNE 29, 2000

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00 JUN 30 PM 2:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA