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CERTIFIED MAIL RETURN RECEIPT REQUESTED

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

-06/30/00--01086--002 ****125.00 ****125.00

Re: Articles of Organization

Provident Development Group, L.L.C.

Dear Madam/Sir:

We represent Provident Development Group, L.L.C., a limited liability company to be formed under the laws of the State of Florida. Pursuant to Florida's Limited Liability Company Act, enclosed please find Articles of Organization (the "Articles"). Please file the Articles. We have enclosed a check in the amount of \$125.00 payable to the "Department of State" to cover the applicable filing fees.

As soon as the document is filed, please forward a copy of the filed Articles and all other documentation confirming and relating to this filing to our office. A copy of the Articles are enclosed for your convenience.

We appreciate your assistance in this matter. If you have any questions, please feel free to contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

Dennis P. Cronin

DPC/cls Enclosures

cc: Ed Masaitis, Provident Development (w/enc.)

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ARTICLES OF ORGANIZATION

OF

Provident Development Group, L.L.C.

Article 1. Name

The name of the Limited Liability Company is:

Provident Development Group, L.L.C.

Article 2. Principal Office

The mailing address of the principal office of the Limited Liability Company is 4501 Tamiami Trail North, Suite 316, Naples, Florida 34103. The street address of the principal office of the Limited Liability Company is 4501 Tamiami Trail North, Suite 316, Naples, Florida 34103.

Article 3. Initial Registered Agent and Office

The name and street address of the initial registered agent and office of the Limited Liability Company is:

Ed Masaitis

c/o Provident Development Group, inc. 24501 Tamiami Trail North, Suite 316
Naples, Florida 34103

Article 4. Statement of Management

The Limited Liability Company shall be managed by a Manager or Managers in accordance with the Operating Agreement. Therefore, the Limited Liability Company is to be a manager-managed company. Provident Development Group, Inc., a Florida Corporation, as an initial Member of the Limited Liability Company, is authorized to execute these Articles of Organization and file them with the Florida Department of State.

Article 5. Commencement of Existence

The Limited Liability Company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State.

Article 6. Operating Agreement

These Articles of Organization and the Florida Limited Liability Company Act shall be deemed to be the Operating Agreement of the Limited Liability Company unless and until the Limited Liability Company otherwise adopts additional or inconsistent provisions in connection with any matters permitted to be addressed in the Operating Agreement.

Article 7. Amendment

The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them in accordance with the Operating Agreement of the Limited Liability Company, and any right conferred upon the Member or Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization on this 27 day of June, 2000.

Provident Development Group, disc., a Florida Corporation

By:

Its:

Initial Member

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of Provident Development Group, L.L.C. which is contained in the foregoing Articles of Organization. I am familiar with, and accept, the obligations of such a position as provided for under Chapter 608, Florida Statutes.

Dated this 27 day of June, 2000.

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Ed Masaitis
Registered Agent