ACCOUNT NO. : 072100000032

REFERENCE: 770400 82866A

COST LIMIT : \$ 125.00

ORDER DATE : July 20, 2000

ORDER TIME : 11:40 AM

ORDER NO. : 770400-005

CUSTOMER NO: 82866A

900003329749--1

MJH

CUSTOMER: John J. Lancaster, Esq

Clark & Campbell, P.a.

4740 Cleveland Heights Blvd

Lakeland, FL 33813

DOMESTIC FILING

NAME:

GPW-GP, LLC

*****PLEASE FILE FIRST****

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION OF GPW-GP, LLC, a Florida Limited Liability Company

SECRETARY OF STATE DIVISION OF CORPORATIONS

00 JUL 20 PM 4: 40

ARTICLE I. Name

The name of the Limited Liability Company is: GPW-GP, LLC

ARTICLE II. Address

The mailing address and street address of the principal office of the Limited Liability Company is:

GPW-GP, LLC 5015 S. Florida Avenue, Suite #200 Lakeland, FL 33813

ARTICLE III. Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

Lawrence T. Maxwell 5015 S. Florida Avenue, Suite #200 Lakeland, FL 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 as provided for in Chapter 608, F.S.

LAWRENCE T. MAXWELL

Registered Agent's Signature

ARTICLE IV. Management

The Limited Liability Company is to be managed by a manager and is, therefore, a manager-managed company. The name, mailing address, and street address of such person who is to serve as manager is:

A & M Business Properties, Inc., an Ohio corporation 5015 S. Florida Avenue, Suite #200 Lakeland, FL 33813

A & M BUSINESS PROPERTIES, INC., an Ohio corporation

LAWRENCE T. MAXWELL, Its President

Managing Member