HINE & FLORY LLP

Attorneys at Law

Glen A. Varchetti 614-469-3243 gvarchetti@thf.com

September 1, 2000

VIA CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

> Re: Filing for Vanderbilt Investment Co., LLC

800003381998---09/06/00--01001--002 ****125.00 ****125.00

Dear Sir/Madam:

Enclosed for filing are the Articles of Organization and Designation of Registered Agent of Vanderbilt Investment Co., LLC, with a check payable to the Florida Department of State for \$125.00.

Please stamp the enclosed additional copy of this letter to evidence the date and fact of filing and return it to me in the self-addressed, stamped envelope.

If you have any questions regarding this matter, please contact the undersigned at the above number.

Very truly yours,

Glen A. Varchetti

Enclosures

Jana L. Hazelbaker (w/o enclosures) cc:

226620.1

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: Vanderbilt Investment Co., LLC

ARTICLE II - Address:

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

9051 Gulfshore Drive, PH3 Naples, Florida 34108

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Jana L. Hazelbaker
Name
9051 Gulfshore Drive, PH3
Florida street address (P.O. Box NOT acceptable)
Naples FL 34108
City. State, and Zin

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..

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an offective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution

of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jana L. Hazelbaker

Typed or printed name of signee

FILING FEES:

\$ 100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (OPTIONAL)

5.00 Certificate of Status (OPTIONAL)