

L000000012270

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September 27, 2000

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Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32329

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-10/03/00 -01041--005
****130.00 ****130.00

Re: B to B Investments, LLC

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Organization for the above-referenced proposed limited liability company.

Please file this document at your earliest opportunity and provide me with a file-stamped copy of the articles and a Certificate of Status by return mail.

I enclose a check for payment of the combined fees of :

<input type="checkbox"/> \$125	<input checked="" type="checkbox"/> \$130.00	<input type="checkbox"/> \$155.00	<input type="checkbox"/> \$160.00
Filing Fee (includes	Filing Fee &	Filing Fee &	Filing Fee,
Registered Agent Fee)	Certificate of	Certified copy	Certified Copy
	Status		& Certificate
	Additional copy of articles enclosed.		

Thank you for your assistance. Please call me if you have any questions.

Sincerely,



Linda Ketter
Legal Assistant to
Jill W. Crew

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION FOR
B TO B INVESTMENTS, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I - Name

The name of the Limited Liability Company is: B to B Investments, LLC.

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company shall be located at 262 NE Kidd Street in the city of Ft. Walton Beach, County of Okaloosa, State of Florida, 32548, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE III - Duration

The Limited Liability Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Limited Liability Company's existence shall be perpetual.

ARTICLE IV - Registered Agent & Registered Office

The initial street address of the Limited Liability Company's registered office is: 25 Beal Parkway NE, Suite 210, Fort Walton Beach, Okaloosa County, Florida 32548. The initial registered agent for the Limited Liability Company at that address is: Crew & Crew, P.A.

ARTICLE V - Management

The Limited Liability Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations 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 names and address of the members of the Limited Liability Company are:

NAME

ADDRESS

Garry A. Franks
Dick M. Franks

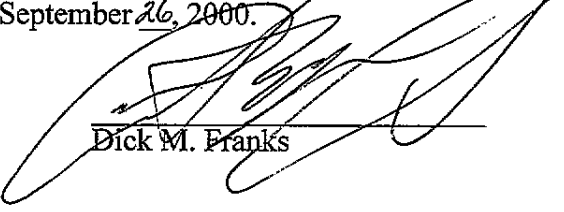
262 NE Kidd Street, Ft. Walton Beach, FL 32548
262 NE Kidd Street, Ft. Walton Beach, FL 32548


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT - 3 PM 2:47

ARTICLE VII -- 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 regulations 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 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.

IN WITNESS WHEREOF, the undersigned, being the original members of B to B Investments, LLC, have executed these Articles of Organization of B to B Investments, LLC on September 26, 2000.

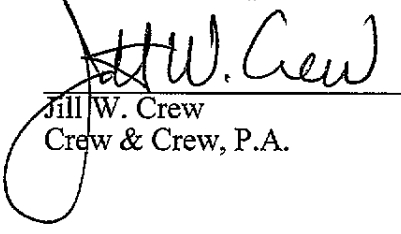

Dick M. Franks


Garry A. Franks

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these articles of organization, the firm of Crew & Crew, P.A. hereby accepts the appointment as registered agent and agree to act in this capacity. The firm of Crew & Crew, P.A. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of these duties, and we are familiar with and accept the obligations of this position as registered agent as provided for in Chapter 608, F.S.

Date: September 26, 2000


Jill W. Crew
Crew & Crew, P.A.