

L00000013867



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 895956 81178A

AUTHORIZATION : Patricia Pizot

COST LIMIT : \$ 155.00

ORDER DATE : November 13, 2000

ORDER TIME : 10:09 AM

ORDER NO. : 895956-005

CUSTOMER NO: -81178A

CUSTOMER: Sigrid M. Henshaw, Esq
Law Offices Of Sigrid M.
Henshaw, P.A.
2313 Southeast 27th Terrace

Cape Coral, FL 33904

500003460935--9

DOMESTIC FILING

NAME: GRG LTD. CO.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - EXT. 1116
EXAMINER'S INITIALS:

TO BE FILED
SUFFICIENCY OF FILING

00 NOV 13 AM 10:25

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

00 NOV 13 AM 11:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

11-13-00

**ARTICLES OF ORGANIZATION FOR
GRG LTD. CO.**

The undersigned member, acting as an organizer of a limited liability company under the Florida Limited Liability Company Act, F. S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I - NAME

The name of the Limited Liability Company (hereinafter the "Company") shall be:

GRG LTD. CO.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is dissolved earlier by the unanimous written agreement of all members of the Company or as provided in these Articles of Organization.

ARTICLE III - ADDRESS

The mailing address and the street address of the principal office of the Company shall be:

65 Wolcott Drive
North Fort Myers, FL 33903

ARTICLE IV - REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida shall be:

PETER S. RUSHTON
65 Wolcott Drive
North Fort Myers, FL 33903

ARTICLE V - ADMISSION OF NEW MEMBERS

Except as set forth in the Company's Regulations, no additional members shall be admitted to the company except with the unanimous written consent of all members and on such terms and conditions as shall be determined by said members. A member may transfer his, her or its interest in the Company, subject to the limitations on transferability of member's interest as set forth in the Company's Regulations and F. S. 608.432.

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ARTICLE VI - MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of a majority vote of the remaining members of the Company.

ARTICLE VII - MANAGEMENT

The Company shall be managed by a manager in accordance with the 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 name and address of the initial manager of the company is:

PETER S. RUSHTON
65 Wolcott Drive
North Fort Myers, FL 33903

IN WITNESS WHEREOF, the undersigned member/organizer, for the purpose of forming a limited liability company under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Organization, and hereby certifies that the facts stated therein to be true, all being done as of this 10th day of November, 2000.


PETER S. RUSHTON, Member/Organizer

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AND
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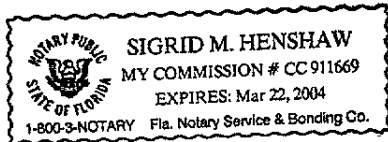
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

State of Florida)
) ss:
County of Lee)

I hereby certify that before me, the undersigned authority, duly authorized to take acknowledgments and administer oaths in the State of Florida, personally appeared Peter S. Rushton, who identified himself to me by his Florida Driver's License #R235-677-51-849-0 which expires on 09/29/05, as the person who made and subscribed to the foregoing Articles of Organization, and certified and acknowledged to me that said Articles were executed by him as his voluntary act and deed for the uses and purposes therein expressed.

WITNESS my hand and seal on this 10th day of November, 2000.



Sigrid M. Henshaw
Notary Public: Sigrid M. Henshaw
Commission No.: CC 911669
Commission Expires: 3/22/04

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, being the person named in the Articles of Organization of GRG LTD. CO., as registered agent of this limited liability company, hereby consents to accept service of process for the said company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

Peter S. Rushton
Peter S. Rushton, Registered Agent

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AND
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TALLAHASSEE, FLORIDA