

L000000014880

LAW OFFICES

HARRIS, BARRETT, MANN & DEW

A FLORIDA LIMITED LIABILITY PARTNERSHIP

SUITE 1500, SOUTHTRUST BANK BUILDING
150 SECOND AVENUE NORTH
P.O. DRAWER 1441
ST. PETERSBURG, FLORIDA 33731-1441
TELEPHONE (727) 892-3100
FAX (727) 898-0227
PLEASE REPLY TO:

1715 N. WESTSHORE BOULEVARD, STE. 750
TAMPA, FLORIDA 33607-3926
TELEPHONE (813) 287-0530
FAX (813) 289-5331

811-B CYPRESS VILLAGE BOULEVARD
RUSKIN, FLORIDA 33573-6724
TELEPHONE (813) 633-3396
FAX (813) 633-3397

MJH

Post Office Drawer 1441
St. Petersburg, Florida 33731-1441

November 21, 2000

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100003474201--4
-11/22/00--01041--003
***130.00 ***130.00

Re: Facility, LLC

To whom it may concern:

Enclosed please find our firm's check in the amount of \$130.00, representing the filing fee for the Articles of Organization of Facility, LLC. Kindly forward a confirmation of the filing of the enclosed information to the address above.

Thank you for your cooperation in this matter. Should you have any questions, please don't hesitate to contact me.

Very Truly Yours,

HARRIS, BARRETT, MANN & DEW, L.L.P.

Lisa DiPiero, Legal Assistant

/ljd
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 22 AM 11:30

ARTICLES OF ORGANIZATION
OF
FACILITY, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida does set forth the following:

1. Name.

The name of the limited liability company ("Company") is: **FACILITY, LLC.**

2. Period of Duration.

The period of duration of the Limited Liability Company shall be perpetual, unless the Company is dissolved, administratively or otherwise.

3. Purpose.

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Principal Place of Business and Mailing Address.

The principal place of business and mailing address of the Company is:

**150 Second Avenue North, Suite 1500
St. Petersburg, Florida 33701
Post Office Drawer 1441
St. Petersburg, Florida 33731-1441**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 22 AM 11:30

5. Registered Agent and Office.

The name and address of the initial registered agent in Florida for the Limited Liability Company is:

**John C. Dew
150 Second Avenue North, Suite 1500
St. Petersburg, Florida 33701**

1. Additional Members.

Members may admit additional members at any time upon the unanimous written consent of the Members.

7. Continuity of Business.

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

8. Management.

The Company is to be managed by an operating manager. The name and address of such operating manager who is to serve as such until the first annual meeting of members or until his successor is elected and qualified is as follows:

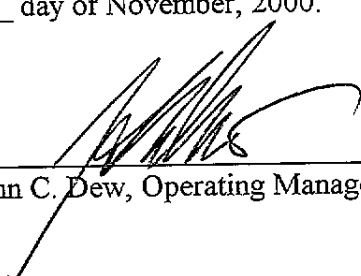
**John C. Dew
150 Second Avenue North, Suite 1500
St. Petersburg, Florida 33701**

The election annually of the manager by the members shall be in accordance with the Operating Agreement of the Company.

9. Regulations of the Company.

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members of the Company in accord with the Operating Agreement.

Executed at St. Petersburg, Florida on this 12th day of November, 2000.



John C. Dew, Operating Manager.

STATE OF FLORIDA)

COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared JOHN C. DEW who produced personally as identification and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of November 2000.



NOTARY PUBLIC, State of Florida

(SEAL)

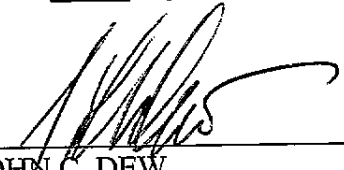
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **FACILITY, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by **FACILITY, LLC**.

Executed this 15th day of November, 2000.



JOHN C. DEW
Registered Agent