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DONALD W. YETTER, P.A.

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406 THIRTEENTH STREET WEST

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POST OFFICE BOX 9335
BRADENTON, FLORIDA 34206

November 27, 2000

Secretary of State
Corporations Division
Post Office Box 5588
Tallahassee, Florida 32314

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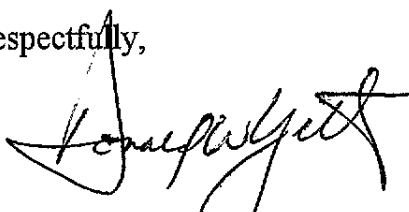
Re: Manson-Yetter Investment Properties, L.C.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization for Manson-Yetter Investment Properties, L.C. and my firm check number 8178 in the amount of \$125.00 to cover the filing cost thereof.

Please file the original and return a copy to me along with the Certificate of Organization.

Respectfully,



DONALD W. YETTER, Esquire

DWY/fs

Enclosures

SL

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TALLAHASSEE, FLORIDA

THIS INSTRUMENT PREPARED BY:

DONALD W. YETTER, Esquire
406 Thirteenth Street West
Post Office Box 9335
Bradenton, Florida 34206
941/749-1402

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TAMPA, FLORIDA

ARTICLES OF ORGANIZATION
OF
MANSON-YETTER INVESTMENT PROPERTIES, L.C.

ARTICLE I - NAME

THE NAME OF THIS Limited Liability Company shall be MANSON-YETTER INVESTMENT PROPERTIES, L.C.

ARTICLE II - ADDRESS

THE MAILING ADDRESS and street address of the principal office of the Limited Liability Company shall be 1111 - 9th Avenue West, Suite B, Bradenton, Florida 34205.

ARTICLE III - DURATION

THE PERIOD OF DURATION for this Limited Liability Company shall be until (i) the death, retirement, resignation and/or dissolution of a member of the Limited Liability Company; (ii) the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company; (iii) the Limited Liability Company is dissolved in a manner provided by law; or (iv) as further provided in the regulations of the Limited Liability Company as adopted by the members. The members of the Limited Liability Company shall have a right to continue the business of the Limited Liability Company on the unanimous consent of the remaining members including the personal representative or successor trustee of a deceased member.

ARTICLE IV - MANAGEMENT

THIS LIMITED LIABILITY COMPANY is to be managed by "Managers" and the names and addresses of the persons or entities who are to serve as such Managers are:

JOHN C. MANSON
2716 Riverview Blouvelard West
Bradenton, Florida 34205

DONALD W. YETTER
216 - 18th Street Northwest
Bradenton, Florida 34205

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ARTICLE V - MEMBERSHIP RESTRICTIONS

MEMBERS OF THE LIMITED Liability Company shall have a right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of such members admission to this Limited Liability Company.

A MEMBER'S INTEREST in this Limited Liability Company may not be sold or otherwise transferred except with the unanimous written consent of all of the members of the Limited Liability Company. No real property of the Limited Liability Company may be leased, sold or encumbered without the unanimous consent of the members.

ON THE DEATH, RETIREMENT, resignation or dissolution of a member of this Limited Liability Company, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members of the Limited Liability Company shall have the right to continue the business on unanimous consent of the remaining members including the personal representative or trustee of a deceased member.


ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

THE STREET ADDRESS of the initial Registered Office of this Limited Liability Company is 1111 - 9th Avenue West, Suite B, Bradenton, Manatee County, Florida 34205. The name of the Limited Liability Company's initial Registered Agent at that address is DONALD W. YETTER.

THE UNDERSIGNED BEING an original member of this Limited Liability Company certifies that this instrument constitutes the proposed Articles Of Organization of MANSON-YETTER INVESTMENT PROPERTIES, L.C.

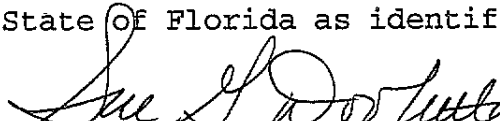
EXECUTED BY THE undersigned in Bradenton, Manatee County, Florida, on November 27th, 2000.


JOHN C. MANSON as the Trustee of the
JOHN G. MANSON REVOCABLE LIVING
TRUST DATED SEPTEMBER 1995


DONALD W. YETTER

STATE OF FLORIDA
COUNTY OF MANATEE

THE FOREGOING instrument was acknowledged before me on this 27th day of November, 2000, by JOHN C. MANSON as the Trustee of the John C. Manson Revocable Living Trust Dated September 16, 1995, who is personally known to me or who produced a valid Drivers License issued by the State of Florida as identification.


Notary Public

Print Name:

My Commission Expires:

My Commission Number:

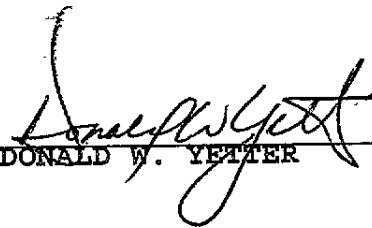
SUE G. DOOLITTLE
Notary Public, State of Florida
My comm. expires Sept. 25, 2001
Comm. No. CC673383
Bonded thru: Service Insurance Company

ACKNOWLEDGMENT

HAVING been named to accept service of process for MANSON-YETTER INVESTMENT PROPERTIES, L.C., at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said statute, relative to keeping open said office.

DATED: November 27, 2000.

REGISTERED AGENT:


DONALD W. YETTER

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CLERK OF DISTRICT COURT
JANUARY 11 2001

STATE OF FLORIDA
COUNTY OF MANATEE

THE FOREGOING instrument was acknowledged before me on this
27th day of November, 2000, by DONALD W. YETTER, who is
personally known to me or who produced a valid Drivers License
issued by the State of Florida as identification.



FLORENCE SHULMAN
COMMISSION # CC628987
EXPIRES APR 20, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.

Florence Shulman
Notary Public

Print Name:
My Commission Expires:
My Commission Number:

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TALLAHASSEE, FLORIDA