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December 12, 2000

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

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****125.00 ****125.00

Re: O.P. Industries, L.L.C.

Gentlemen:

Enclosed please find:

1. Original and one copy of the Articles of Organization for the above referenced company, together with the Registered Agent Certificate.

2. Check in the amount of \$125.00 for the filing fees.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me.

Very truly yours,

Gregory A. Fox

GREGORY A. FOX
Attorney at Law

L-15670

HP

GAF/stg

Enclosures

(5)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Organization

of

O. P. INDUSTRIES, L.L.C.

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles of Organization for such Company:

Article I

Name

The name of the limited liability company is O. P. Industries, L.L.C.

Article II

Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

Article III

Units Of Equity Ownership

Section A. Authorized Units of Equity Ownership. The maximum number of units of equity ownership units O. P. Industries, L.L.C. is authorized to have outstanding is 1,000 units, all of which shall be identical units.

Section B. Restrictions on Disposition of Units. No Member of this Company shall sell, transfer, convey, pledge, give, distribute or encumber any unit or units in the Company without first giving notice in writing to the Company of such intended disposition and without first securing the written approval of Members of the Company owning 51% of the then-issued and outstanding Membership Units of the Company. However, nothing contained herein shall prevent distribution by operation of law, of such unit or units, provided that in such case a transferee shall be bound by the provisions contained in this Section the same as an original Member.

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TALLAHASSEE, FLORIDA

Article IV
Principal Office

The mailing address and street address of the principal office of the Company is 1112 Muirfield Court, Tarpon Springs, FL 34689.

Article V
Agent For Service Of Process

The agent of the Company upon whom process in any action or proceeding against it may be served is Gregory A. Fox, Esquire, who may be served at 28050 U.S. 19 North, Suite 100, Clearwater, Florida 33761.

Article VI
Organizer

The name and address of the organizer is:

Owen R. Jackson
1112 Muirfield Court
Tarpon Springs, FL 34689

Article VII
Purpose And Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

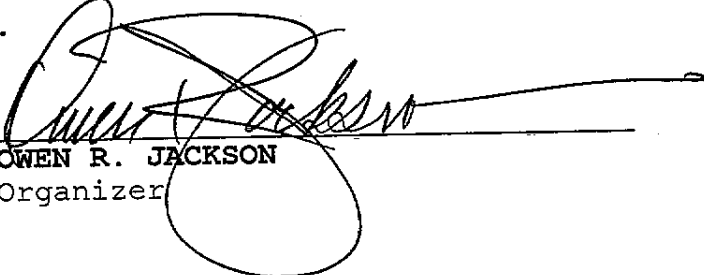
Article VIII
Management

The Company is to be managed by a Member-Manager or Member-Managers.

Article IX
Amendment Of Articles of Organization

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

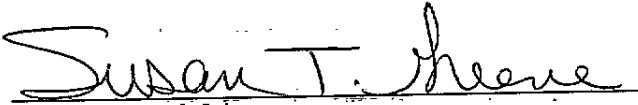
Dated December 12, 2000.


OWEN R. JACKSON
Organizer


STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me by OWEN R. JACKSON this 12th day of December, 2000.


Notary Public

My commission expires: _____

 Susan T. Greene
My Commission CC703984
Expires December 21, 2001

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF PINELLAS

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

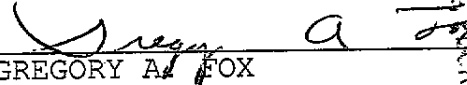
The name of the limited liability company is:

O.P. INDUSTRIES, L.L.C.

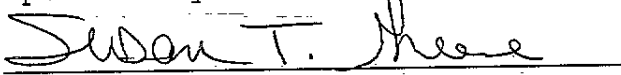
The name of the registered agent for O.P. INDUSTRIES, L.L.C. is GREGORY A. FOX and the street address of the company's principal office where the agent is located is 28050 U.S. 19 North, Suite 100, Clearwater, Florida 33761.

This statement is to acknowledge that, as indicated above, O.P. INDUSTRIES, L.L.C. has appointed me, GREGORY A. FOX, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.


Dated December 12, 2000.


GREGORY A. FOX

The foregoing instrument was acknowledged before me this 12th day of December, 2000 by GREGORY A. FOX, agent on behalf of O.P. INDUSTRIES, L.L.C. He is personally known to me.


NOTARY PUBLIC

My Commission Expires:

 Susan T. Greene
My Commission CC703984
Expires December 21, 2001

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FLORIDA