



THE UNITED STATES
CORPORATION
COMPANY

L0000005757

ACCOUNT NO. : 072100000032

REFERENCE : 937150 137709A

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 155.00

ORDER DATE : December 19, 2000

ORDER TIME : 2:49 PM

ORDER NO. : 937150-005

CUSTOMER NO: 137709A

CUSTOMER: Merritt Gardner, Esq
Gardner Wilkes Shaheen &
Candelora
2650 Suntrust Financial Center
401 East Jackson Street
Tampa, FL 33602

600003506606--1

DOMESTIC FILING

NAME: T&S HOLDINGS OF FLORIDA,
L.L.C.

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: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

JB
12-20-00

APPROVED
AND
FILED
CO REC 19 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
00 DEC 19 PM 4:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
T & S HOLDINGS OF FLORIDA, L.L.C.**

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this company is T & S HOLDINGS OF FLORIDA, L.L.C.

**ARTICLE II
PERIOD OF DURATION**

This company shall commence as of the date these Articles of Organization are filed with the Department of State of the State of Florida and shall exist perpetually thereafter, unless this company is dissolved pursuant to the terms of the operating agreement for this company or by operation of law.

**ARTICLE III
PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of this company shall be 16111 Avila Boulevard, Tampa, Florida 33613.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of this company shall be located at 401 East Jackson Street, Suite 2650, Tampa, Florida 33602, and the initial registered agent of this company at such office shall be Merritt A. Gardner.

APPROVED
AND
FILED
00 DEC 19 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V
MANAGEMENT OF COMPANY**

The management of this company shall be vested in its member. The name and street address of the sole member of this company are as follows:

Name:

TERI S. DAYANI

Address:

16111 Avila Boulevard
Tampa, Florida 33613

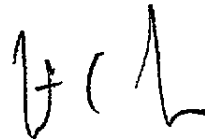
**ARTICLE VI
OPERATING AGREEMENT**

The power to adopt the operating agreement for this company, to alter, amend or repeal the operating agreement, or to enter into a new operating agreement, shall be vested in the member of this company. The operating agreement for this company shall be for the government of this company and may contain provisions or requirements for the management or conduct of the affairs and business of this company, provided the same are not inconsistent with the provisions of these Articles of Organization, or contrary to the laws of the State of Florida or of the United States.

**ARTICLE VII
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles of Organization may be amended at any time by the member of this company.

IN WITNESS WHEREOF, the undersigned authorized representative of the above-designated member has executed these Articles of Organization this 13th day of December, 2000.



MERRITT A. GARDNER

APPROVED
AND
FILED
00 DEC 19 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 13th day of December 2000,
by MERRITT A. GARDNER, who is personally known to me.

Gretchen D. Smith

Print, Type or

Stamp Name: Gretchen D. Smith

Notary Public, State of Florida

Serial No., if any: _____



Gretchen D. Smith

My Commission CC958697

Expires September 15, 2003

APPROVED
AND
FILED
00 DEC 19 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Merritt A. Gardner, having been named as registered agent to accept service of process for T & S HOLDINGS OF FLORIDA, L.L.C., a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered office:

401 East Jackson Street, Suite 2650
Tampa, Florida 33602

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 13th day of December, 2000.

M A G

MERRITT A. GARDNER

APPROVED
AND
FILED
00 DEC 19 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA