

L00000016295
Gerald A. Dechow

December 21, 2000

Via UPS Overnight Mail

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

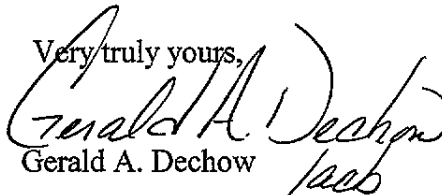
RE: Belcourt Holding, L.L.C.

Dear Sir/Madam:

Please find enclosed Articles of Organization for the above-referenced limited liability company, and a check in the amount of \$125.00 to cover the filing fees and to receive a certified copy of the Articles. At your earliest convenience, please forward the certified copy of the Articles to my attention. I have enclosed a self-addressed, stamped envelope for your convenience.


Should you have any questions, please feel free to contact me. Thank you for your assistance.

Very truly yours,


Gerald A. Dechow

/acb
Enclosures

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****125.00 ****125.00

L00-16295


ARTICLES OF ORGANIZATION
OF
BELCOURT HOLDING, L.L.C.

FILED
00 DEC 26 PM 00
SECRETARY OF STATE
TAMPA FL 33604

1. Name. The name of the limited liability company is Belcourt Holding, L.L.C.

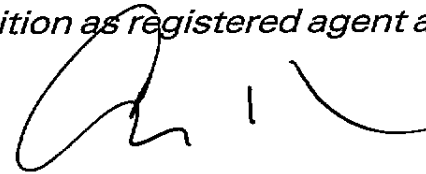
2. Duration. The period of duration of the limited liability company is perpetual.

3. Address. The mailing address and street address of the principal office of the limited liability company is 3400 S. Tamiami Trail, Suite 301, Sarasota, FL 34239.

4. Registered Agent and Address. The name and street address of the initial registered agent of the limited liability company is:

Gerald A. Dechow
3400 S. Tamiami Trail, Suite 301
Sarasota, FL 34239

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 as provided for in Chapter 608, F.S..



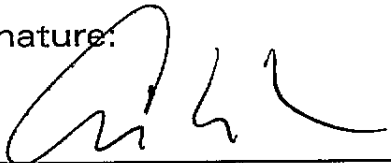
Registered Agent's Signature

5. Manager. The limited liability company shall be managed by one (1) or more Managers and is, therefore, a manager - managed company. The name and address of the Manager who is to serve as

Manager until the first annual meeting of Members or until his successor is elected and qualified is:

Gerald A. Dechow
3400 S. Tamiami Trail, Suite 301
Sarasota, FL 34239

Signature:



Gerald A. Dechow - Member

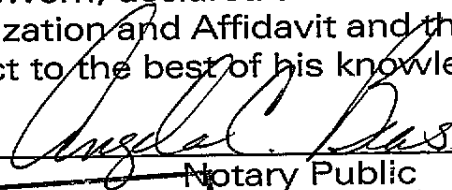
Date

12-21-00

FILED
00 DEC 26 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FL 32399

STATE OF FLORIDA
COUNTY OF SARASOTA, to-wit:

21st I, Angela C. Bias, a Notary Public, do hereby certify that on this day of December, 2000, personally appeared before me Gerald A. Dechow, who, being by me first duly sworn, declared that he read and signed the foregoing Articles of Organization and Affidavit and that the statements therein are true and correct to the best of his knowledge.


Notary Public

My Commission expires:

