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LIMITED LIABILITY COMPANY
PARKHOUSE VENTURES, LLC

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ARTICLES OF ORGANIZATION

FOR

PARKHOUSE VENTURES, LLC
a Florida Limited Liability Company

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The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608 entitled to Florida Limited Liability Company Act, does hereby adopt the following articles of organization for such company:

1. **Name.** The name of the company shall be PARKHOUSE VENTURES, LLC.

2. **Duration.** The period of the company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these articles of organization providing for the continued existence of the company subsequent to the foregoing events.

3. **Address.** The mailing and street address of the company is:

950 North Collier Boulevard
Suite 201
Marco Island, Florida 34145

4. **Registered Agent and Office.** The name and street address of the initial registered agent and office for the company is as follows:

Frederick C. Kramer 950 North Collier Boulevard
Suite 201
Marco Island, Florida 34145

5. **Admission of Additional Members; and Terms and Conditions of such Admissions.** Additional members may be admitted upon the approval of each of the members of the company, upon the written application of such new member, in the manner set forth in the operating agreement of the company.

6. **Right to Continue Business.** The remaining members may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

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7. **Management of Company.** The business of the company shall be managed by at least two (2) managers. The name and address of the initial managers who are to serve until the first annual meeting of members, at which time their successor are elected, are:

Charles T. Cricks

760 Copeland Drive
Marco Island, Florida 34145

Robert C. Jazwinski

1479 N. Hermitage Road
Hermitage, Pennsylvania 16148

8. **Amendment of Articles of Organization.** Any amendment to these articles of organization shall be in accordance with Florida Statutes Chapter 608 and shall be filed with the Florida Department of State.

9. **Articles of Organization of Company.** The power to adopt, alter, amend or repeal the articles of organization of the limited liability company shall be vested in the members unless vested in the managers of the company by any amendments of the articles of organization. Articles of organization adopted by the members or by the managers may be repealed or altered, new articles of organization may be adopted by the members, and the members may prescribe in any articles of organization made by them that such articles of organization may not be altered, amended or repealed by the managers.

10. **Informal Action of Members.** Any action of the members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting.

11. **Contracting Debt.** Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of the company except by a manager, unless otherwise provided herein.

12. **Transferability of Member's Interest.** An interest of a member of the company may be transferred or assigned to such extent and in the manner provided in the operating agreement.

13. **Membership Units.** The company shall is hereby authorized to have twenty thousand (20,000) membership units issued at any one time. Members shall receive membership units in a proportion to be determined by the operating agreement.

14. **Withdrawal or Reduction of Member's Contributions to Capital.** A member shall not receive out of the company property any part of his contribution to capital until:

- (a) all liabilities of the company, except liabilities to members on account of their contributions to capital, have been paid or sufficient property of the

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company remains to pay them,

- (b) the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded,
- (c) these articles of organization are canceled or so amended as to set out the withdrawal reduction.

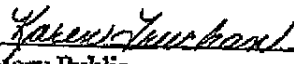
A member shall be entitled to the return of his or its contribution in the manner provided for in the regulations of the company.

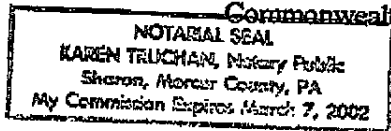
IN WITNESS WHEREOF, the undersigned incorporator, a duly authorized representative of the members, has hereunto set his hand and seal this 5 day of January, 2001.


 Robert C. Jazwinski, Manager

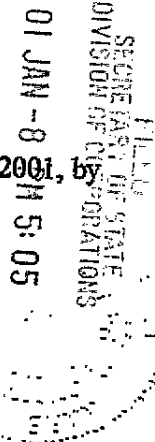
COMMONWEALTH OF PENNSYLVANIA
COUNTY OF MEADLER

The foregoing instrument was acknowledged before me this 5th day of January, 2001, by Robert C. Jazwinski, who is personally known to me.


 Notary Public
 Commonwealth of Pennsylvania



My commission expires:



Having been named as registered agent and to accept service of process for the above stated limited liability company, 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.


 FREDERICK C. KRAMER