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Law Offices

Tanya M. Comparetto
200 Lake Morton Drive, Suite 300
Lakeland, Florida 33801
February 15, 2001

Admitted in Florida
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Division of Corporations
Department of State
Bureau of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100003718291--1
-02/19/01--01063--007
****185.00 ****155.00

RE: Articles of Organization of Tomlison
Construction of Tennessee, L.L.C.

Dear Sir or Madam:

Relative to the above, enclosed for filing is an Articles of
Organization of Tomlinson Construction of Tennessee, L.L.C., along with
my firm check in the amount of \$185.00 to cover the following costs:

Filing Fee	\$100.00
Designation of Agent	25.00
Certified Copy	30.00
TOTAL	\$185.00

FILED
01 FEB 19 PM 4:00
TALLAHASSEE, FLORIDA

Please return the certified copy to my office in the enclosed self
addressed stamped envelope.

Thank you for your attention to the above. Should you have any
questions, please contact my office.

Very Truly Yours,

Sand Chasse
Tanya M. Comparetto

enclosures

cc: client

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**ARTICLES OF ORGANIZATION
OF
TOMLINSON CONSTRUCTION OF TENNESSEE, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company shall be TOMLINSON CONSTRUCTION OF TENNESSEE, L.L.C. ("Company").

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND ADDRESS**

The mailing address and principal place of business of the Company in Florida shall be 808 East Main Street, Lakeland, Florida 33801.

**ARTICLE III
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than March 1, 2030 unless the Company is earlier dissolved or extended as provided in these Articles of Organization.

**ARTICLE IV
PURPOSES AND POWERS**

The general purpose for which the Company is organized to engage in the commercial and industrial building and site development and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

FILED
FEB 19 PM 4:00
ON 14th OF FEBRUARY
TAMMASEE, FLORIDA

ARTICLE V
REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Macon Tomlinson at 808 East Main Street, Lakeland, Florida 33801.

ARTICLE VI
**INITIAL MEMBERS AND
PERCENTAGE INTERESTS CAPITAL CONTRIBUTIONS**

The initial members of the Company, their mailing addresses and their interest in the Company and their contribution to the capital of the Company shall be:

Name and Address:	Percentage Interest:	Amount of Contribution:
Macon Tomlinson 808 East Main Street Lakeland, Florida 33801	100%	\$20.00

ARTICLE VII
ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the consent of members having an aggregate capital interest in the company equal to at least sixty percent (60%) of the combined capital interests in the company.

ARTICLE VIII
ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the written consent of members having an aggregate capital interest in the company equal to at least sixty percent (60%) of the combined capital interests in the company. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless at least members having an aggregate capital interest in the company equal to at least sixty percent (60%) of the combined capital interests in the company consent.

ARTICLE IX

TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of members having an aggregate capital interest in the company equal to at least sixty percent (60%) of the combined capital interests in the company; provided there are at least two remaining members.

ARTICLE X MANAGEMENT

The management of the Company is reserved to its members whose names and addresses are listed above. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned member have made and subscribed these Articles of Organization at Lakeland, Florida, for the foregoing uses and purposes this 15th day of February, 2001.

MACON TOMLINSON
MACON TOMLINSON

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me on this the 15th day of February, 2001 by MACON TOMLINSON who is personally known to me, or who has produced FLORIDA DRIVER'S LICENSE identification and who did (did not) take an oath.

(Seal)

Sandy Chasse
Notary Public



Sandy Chasse
MY COMMISSION # CC850715 EXPIRES
June 29, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE

I hereby accept to act as initial Registered Agent for TOMLINSON
CONSTRUCTION OF TENNESSEE, L.L.C., as stated in these Articles of Organization.



MACON TOMLINSON

FILED

01 FEB 19 PM 4:00

CLERK OF CIRCUIT
JAIL MARIETTA, FLORIDA