JR. FOUNDED 1948

Please Reply to:

GEORGE VEGA, JR.
THOMAS R. BROWN, P.A.
JOHN F. STANLEY*
CONSTANCE M. BURKE
*ALSO LICENSED IN NY

ALAN B. FIELDS, Of Counsel

Alan B. Fields
3030 Horseshoe Drive
Suite 200
Naples, Florida 34104

TELEPHONE (941) 430-5024 TELECOPIER (630) 839-1078

April 29, 2001

Florida Secretary of State Registration Section Division of Corporations P.O. Box 6327 409 East Gaines Street Tallahassee, Florida 32314 200004137032--9 -05/04/01-01089-021 ****155.00 ****155.00

Re:

CDS Investors, LLC

Ladies & Gentlemen:

You will find enclosed 2 sets of Articles of Incorporation for CDS Investors, LLC, 1 for filing, together with a check for \$155.00 in payment of the following:

Filing Fees	\$100.00	
Certified Copy	30.00	
Registered Agent	25.00	
	\$155.00	

When these have been filed, please return a certified copy to me at the above address. Thank you for your assistance.

Sincerely,

Alan B. Fields

LOI-120°

Articles of Organization for Florida Limited Liability Company CDS Investors, LLC

ARTICLE I NAME

The name of the Limited Liability Company is CDS Investors, LLC.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 515 Starboard Drive, Naples FL 34103.

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE AND SIGNATURE

The name and Florida street address of the registered agent are:

Brent Peterson 3030 Horseshoe Drive South, Suite 200 Naples, FL 34104

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, Florida Statutes.

Brent Peterson, Registered Agent

ARTICLE IV DURATION

The period of duration for the Limited Liability Company shall be perpetual, unless otherwise stated in the Limited Liability Company Operating Agreement.

ARTICLE V MANAGEMENT

The Limited Liability Company is to be managed by a managing member and is therefor a manager - managed company.. The name and address of the managing member is as follows:

Brent Peterson 515 Starboard Drive Naples FL 34103

ARTICLE VI Admission of Additional Members

Additional members may be admitted with the unanimous written consent of the existing members, unless otherwise provided in the Limited Liability Company Operating Agreement.

ARTICLE VII MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company may consent to 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 limited liability company, within ninety days following the occurrence of such event.

Executed April 30, 2001

Brent Peterson, Managing Member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)