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CLIENT/MATTER NUMBER
056405-0101

May 9, 2001

VIA HAND DELIVERY

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

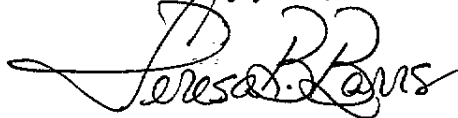
Re: *Choppy's Heir, LLC*
Articles of Organization

800004192238--8
-05/10/01--01002--010
****155.00 ****155.00

Dear Sir or Madam:

Enclosed herewith please find the Articles of Organization for Choppy's Heir, LLC along with a check payable to the Florida Secretary of State in the amount of \$155.00 to cover the filing fee, designation of registered agent and certified copy. Please contact me at (850) 513-3369 when the documents are ready for pick up. Should you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely yours,



Teresa B. Barrs

Enclosures

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY -9
NO LATE FILING
TO AGENCY OF
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TALLAHASSEE, FLORIDA
JB
5-9-01

**ARTICLES OF ORGANIZATION
OF
CHOPPY'S HEIR, LLC**

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 Choppy's Heir, LLC (the "Company").

ARTICLE II -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless otherwise dissolved as provided in these Articles of Organization.

ARTICLE III -- PRINCIPAL OFFICE

The street address of the principal office of the Company shall be Highway 98, Panacea, FL 32346, and the mailing address of the principal office of the Company shall be P.O. Box 82, Panacea, FL 32346

ARTICLE IV -- INITIAL REGISTERED AGENT

The mailing and street address of the office of the initial registered agent of the Company in the State of Florida is:

James B. Brooks II
Highway 98
Panacea, FL 32346

**ARTICLE V -- ADMISSION OF NEW MEMBERS AND
TRANSFERABILITY OF INTERESTS**

No additional members shall be admitted to the Company without first obtaining the unanimous written consent of all the then existing members of the Company, which consent shall be on such terms and conditions as shall be determined by all such then existing members. A member may transfer his, her or its interest in the Company as set forth in the regulations of the Company; provided that such transferee shall have no right to participate in the management of the business and affairs of the Company or become a member of the Company unless all the

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TALLAHASSEE, FL 32304

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other members of the Company, other than the member proposing to transfer such interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, retirement, resignation, expulsion bankruptcy, or dissolution of a member or on 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 unanimous consent of all the remaining members within ninety (90) days after the occurrence of such event.

ARTICLE VII -- MANAGEMENT

The Company shall be managed by one or more of its members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. 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. The name and address of the initial Managing Member of the Company is:

James B. Brooks II
Highway 98
Panacea, FL 32346

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 9th day of ~~April~~ ^{May} 2001.

ORGANIZER


James B. Brooks II

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