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LIMITED LIABILITY COMPANY

410 ALBANY PARTNERS, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	05
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**ARTICLES OF ORGANIZATION
OF
410 ALBANY PARTNERS, L.L.C.**

The undersigned organizer, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this limited liability company shall be 410 ALBANY PARTNERS, L.L.C.
(hereinafter the "Company")

ARTICLE II - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business in accordance with the laws of Florida as enumerated in the Florida Limited Liability Company Act.

ARTICLE III - DURATION

This Company shall have perpetual existence.

ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE

The mailing and street address and location of the principal offices of the Company shall be 2101 West Platt Street, Suite 200, Tampa, Florida 33606, but the Company shall have the power to establish branch offices and other places of business at such other places within or without the state of Florida as may be determined and deemed expedient by the Directors.

ARTICLE V - REGISTERED AGENT

The name and street address of the initial registered agent of this Company shall be Frederick J. Mills, Esquire, of Morrison & Mills, P.A., at 1200 W. Platt Street, Suite 100, Tampa, Florida 33606.

ARTICLE VI - MEMBERSHIP

This Company shall have two (2) Members initially. The names and addresses of the initial members are:

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SOUTH TAMPA LAND GROUP, INC., a Florida corporation

Attn: Aram Guluzian, Vice President
2101 West Platt Street
Tampa, Florida 33606

and

WINSLOW VENTURES, L.L.C., a Florida limited liability company

Attn: Alexander P. Liggett, Managing Member
2924 W. Wallcraft Avenue
Tampa, Florida 33611

Additional Members may be admitted to the Company only upon unanimous affirmative vote of all of the then existing Members and upon such terms as may be unanimously agreed upon by such exiting Members in writing. At no time during the existence of this Company shall there ever be less than one Member.

ARTICLE VII - MANAGEMENT

Management of the affairs of this Company is reserved to its Members, unless at such future date, the Members unanimously agree in writing to have this Company managed by a Manager or Managers.

ARTICLE VIII - ANNUAL MEETING

The time and place of the annual Members' meeting shall be the 15th day of May of each and every year at the principal offices of the Company unless otherwise fixed in the Regulations or by a resolution of the Members, and the Members may waive notice thereof before or after the meeting.

ARTICLE IX - POWERS

This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

ARTICLE X - AMENDMENTS

This Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto by unanimous affirmative vote of all of the Members of the Company at the time of such proposed amendment, and any right conferred upon the Members is subject

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to this reservation.

ARTICLE XI - CONTINUATION OF EXISTENCE

Upon 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 in the Company, the remaining Member or Members of the Company shall have a right, by affirmative vote, to continue the existence and business of the Company.

ARTICLE XII - REGULATIONS

The Members shall, within ten (10) days from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, adopt Regulations and/or an Operating Agreement to govern the operation of this Company. The Regulations may thereafter be repealed or altered only upon affirmative vote of all of the Members of the Company at the time of such proposed amendment.

ARTICLE XIII - CONTRIBUTIONS

The amount of cash, the description and agreed value of other non-cash contributions, and the amount or description of property anticipated to be contributed by the Members shall be addressed in an Operating Agreement to be executed by the Members separate and distinct from these Articles of Organization.

ARTICLE XIV - ADDITIONAL CONTRIBUTIONS

Each Member of the Company shall make additional capital contributions to the Company only upon the unanimous consent of all of the Members.

ARTICLE XV - TAX STATUS

This Company shall be treated as a partnership for federal tax purposes.

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IN WITNESS WHEREOF, the undersigned have hereunto set our hands and seal, acknowledged, and filed the foregoing Articles of Organization under the existing laws of Florida.

SOUTH TAMPA LAND GROUP, INC., a Florida corporation, Member

By: [Signature]
Aram Guluzian, Vice President

and

WINSLOW VENTURES, L.L.C., a Florida limited liability company, Member

By: [Signature]
Alexander P. Liggett, Managing Member

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of July, 2001, by Aram Guluzian, Vice President of South Tampa Land Group, Inc. who is personally known to me or who has produced identification.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

Print Name:

My Commission Expires:

My Commission No. is:



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 23rd day of July, 2001, by Alexander P. Liggett, Managing Member of Winslow Ventures, L.L.C., who is personally known to me or who has produced identification.

[Signature]
Ilalic 67005564-188-0

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

Print Name:

My Commission Expires:

My Commission No. is:



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**STATEMENT OF ACCEPTANCE
OF APPOINTMENT AS REGISTERED
FOR
410 ALBANY PARTNERS, L.L.C.**

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TALLAHASSEE FLORIDA

Having been named in the Articles of Organization of

410 ALBANY PARTNERS, L.L.C.

as Registered Agent to accept service of process for the aforesaid company at its registered office at Morrison & Mills, P.A. at 1200 West Platt Street, Tampa, Florida 33606, the undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in the Florida Limited Liability Company Act.

By: _____




Frederick J. Mills, Registered Agent

DATE: _____

7-23-01

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 23rd day of July, 2001, by Frederick J. Mills, Esq. who is personally known to me or who has produced identification.



NOTARY PUBLIC, STATE OF FLORIDA

Print Name: _____

My Commission Expires: _____

My Commission No. is: _____



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