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July 19, 2001

7/24
Department of State
The Capitol
Tallahassee, FL 32399

RE: GRIFFIN FLORIDA DEVELOPMENT, L.L.C.
#27,934

Dear Sir or Madam:


400004493744--5
-07/24/01--01069--003
****155.00 ****155.00

Enclosed herewith for filing are the Articles of Organization, Affidavit of Membership and Contributions, and Certificate of Registered Agent for the above-referenced Florida limited liability company. Also enclosed is our trust account check in the amount of \$155.00 as follows:

Filing Fee	\$100.00
Registered Agent Designation	\$ 25.00
Certified Copy	<u>\$ 30.00</u>
TOTAL	\$155.00

Thank you for your cooperation and assistance in this regard. Please call if you need additional information or have any questions regarding this company.

Sincerely,


DAVID W. GRIFFIN

ljj/enc.

David Griffin's office
AUTHORIZATION BY PHONE TO
CORRECT Article V - Exhibit A (Affidavit)
DATE 7/26/01
DOC. EXAM MOH

01 JUL 24 AM 11:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
GRIFFIN FLORIDA DEVELOPMENT, 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 GRIFFIN FLORIDA DEVELOPMENT, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 551 Johns Pass Avenue, Madeira Beach, Florida 33708

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Terry Schmitz, 551 Johns Pass Avenue, Madeira Beach, Florida 33708.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company cash or property.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

as shall be determined by all the members. 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 all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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 a majority vote of the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by the 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 names and addresses of the members of the company are

Jerry Schmitz, 551 Johns Pass Avenue, Madeira Beach, Florida 33708
Jeffrey J. Crilley, 551 Johns Pass Avenue, Madeira Beach, Florida 33708.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at MADEIRA BEACH, Florida on this 18th day of August, 2001.


JERRY SCHMITZ


JEFFREY J. CRILLEY

STATE OF FLORIDA
COUNTY OF PINELLAS

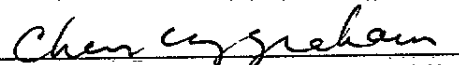
Sworn to and subscribed before me on this 18th day of July, 2001 by JERRY SCHMITZ and JEFFREY J. CRILLEY, who are personally known to me.

My commission expires:

3/14/04



Cheryl G. Graham
Commission # CG 906277
Expires March 14, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

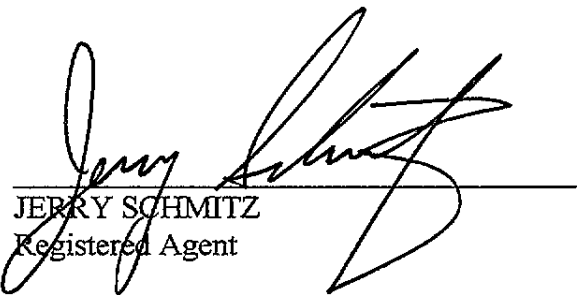

Notary Public

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

Under the provisions of Florida Statute §608.415 or §608.507, GRIFFIN FLORIDA DEVELOPMENT, L.L.C. submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is GRIFFIN FLORIDA DEVELOPMENT, L.L.C.
2. The name and street address of the registered agent in Florida is: Jerry Schmitz, 551 Johns Pass Avenue, Madeira Beach, Florida 33708.

The undersigned, being the person named in the articles of organization of GRIFFIN FLORIDA DEVELOPMENT, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


JERRY SCHMITZ
Registered Agent