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HARRY G. McCONNELL
Of Counsel

August 21, 2001

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Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32399

423

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***160.00 ***160.00

Re: Brigitte L. Gardey, L.L.C.

Dear Sir:

Enclosed herewith are the proposed Articles of Organization of the above referenced limited liability company, along with the Acceptance of Registered Agent which we ask be filed in your office. When the Articles have been filed, I would appreciate receiving a certified copy, indicating the filing date and a certificate of status. I have included a photocopy of the proposed Articles of Organization for that purpose.

Our firm's check is enclosed to cover the following expenses:

Filing Fee	\$	100.00
Registered Agent Fee		25.00
Certified Copy		30.00
Certificate of Status		5.00
TOTAL	\$	160.00

Thank you for your attention to this matter. With best regards, I remain,

Very truly yours,

Larry R. Stout

Encl.

cc: Mr. Rolf H. Gardey, w/enc.

FILED
01 AUG 23 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

of

Brigitte L. Gardey, L.L.C.

A Florida Limited Liability Company

The undersigned member of the within named limited liability company, hereby forms this limited liability company (hereinafter referred to as "this company") under the provisions of the Florida Limited Liability Company Act.

ARTICLE 1

NAME

The name of this company is Brigitte L. Gardey, L.L.C.

ARTICLE 2

TERM OF EXISTENCE

The term of existence of this company is perpetual. The date and time at which the existence of this company begins is the date and time of filing of these articles of organization by the Department of State of the State of Florida.

ARTICLE 3

PURPOSE

The purpose for which this company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which this company may conduct business. This company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office this company are:

Mailing address: 444 Seabreeze Boulevard, Suite 600
Daytona Beach, FL 32118

Street address: 444 Seabreeze Boulevard, Suite 600
Daytona Beach, FL 32118

ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this company in the State of Florida are as follows:

Name: Brigitte L. Gardey
Street Address: 444 Seabreeze Boulevard, Suite 600
Daytona Beach, FL 32118

ARTICLE 6
ADMISSION OF ADDITIONAL MEMBERS

The member of this company is given the right to admit additional members upon the condition that each new member is approved for admission by vote or consent in writing of not fewer than one hundred percent (100%) of the members then existing.

ARTICLE 7
CONTINUATION OF BUSINESS

The remaining members of this company are given the right 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.

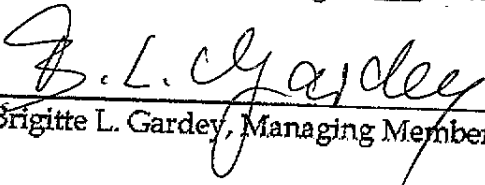
ARTICLE 8
MANAGEMENT

This company is to be managed by one or more managers. Any manager of this company may also be a member of this company. The name and address of the manager who is to serve as such until the first annual meeting of members or until his successor or successors are elected and qualify is as follows:

Name: Brigitte L. Gardey
Address: 444 Seabreeze Boulevard, Suite 600
Daytona Beach, FL 32118

EXECUTION

The undersigned member of this limited liability company has executed these Articles of Organization on August 13, 2001.

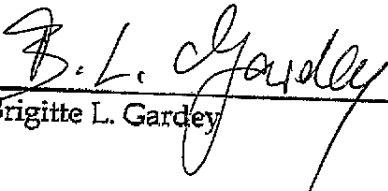


Brigitte L. Gardey, Managing Member

STATEMENT OF ACCEPTANCE OF
APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment 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, Fla. Stat.

Dated: August 13 2001.



Brigitte L. Gardey