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October 3, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

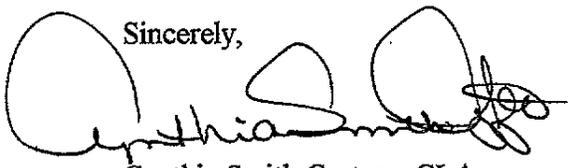
Via Overnight Mail

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Ladies and Gentlemen:

Enclosed please find the Articles of Organization for CAO Enterprises, LLC, a copy of said Articles, the Registered Agent's Certificate and a check in the amount of \$125.00 representing your filing fee. Please forward a copy of the filed Articles and your Letter of Acknowledgment to me upon filing.

Thank you for your assistance with this matter. If you have any questions, feel free to call me.

Sincerely,

Cynthia Smith Crytzer, CLA.
Certified Legal Assistant

W/10/8
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT -4 PM 4: 00

9p

**ARTICLES OF ORGANIZATION
FOR
CAO ENTERPRISES, LLC
A LIMITED LIABILITY COMPANY**

ARTICLE I

The Name of the Limited Liability Company is:

CAO ENTERPRISES, LLC

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is:

**6601 Cutty Sark Lane
Naples, Florida 34104**

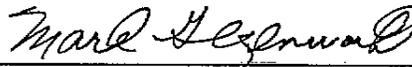
ARTICLE III

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

**Mark Gegenwarth
6601 Cutty Sark Lane
Naples, Florida 34104**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT -4 PM 4:00

Having been named as registered 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.



Mark Gegenwarth

ARTICLE IV

The period of duration for the Limited Liability Company shall be:

The period of the company's existence shall be perpetual beginning on the date of the filing of these articles of organization with the Secretary of State of the State of Florida unless it is sooner terminated under the terms of the operating agreement.

ARTICLE V

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Mark Gegenwarth
6601 Cutty Sark Lane
Naples, Florida 39104

ARTICLE VI

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be, as set forth in the operating agreement.

ARTICLE VII

The right, if given, of the remaining members of the limited liability company 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 membership of a member in the limited liability company shall be:

The remaining Members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or any other event which terminates the continued membership of a Member in the limited liability company, only by the affirmative unanimous vote of the remaining Member(s), within ninety (90) days after the occurrence of such event. If not so exercised, the right of the Member(s) to continue the business of the Company shall expire and the Company's affairs shall be wound up.

ARTICLE VIII

The undersigned member or authorized representative of a member of **CAO ENTERPRISES, LLC**, certifies:

1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member(s) is \$ 25,000.00 ;
3. if any, the agreed value of the property other than cash contributed by member(s) is \$-0- (a description of the property is attached and made a part hereto.) and;
4. the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$25,000.00 .

Dated: 10/31/01



Signature of a member or an authorized representative of a member: **Mark Gegenwarth**

(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.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10/31/01
4:00 PM