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REPLY TO:

Baymeadows Road

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October 29, 2001

Secretary of State  
Florida Department of State  
Division of Corporations  
P.O. Box 6327 —  
Tallahassee, FL 32314

RE: Whisper Creek, LLC

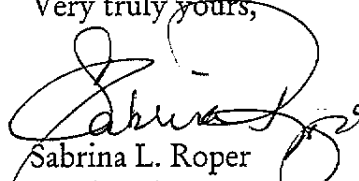
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\*\*\*\*155.00 \*\*\*\*155.00

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above referenced limited liability company, along with two checks totaling the amount of \$155.00 for the filing fee.

Please return the certified copy to us. Thank you for your assistance.

Very truly yours,

  
Sabrina L. Roper  
Legal Assistant

FILED  
01 OCT 30 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

/slr  
Enclosures

L01-18891  
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ARTICLES OF ORGANIZATION FOR  
WHISPER CREEK, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME.

The name of the limited liability company is: WHISPER CREEK, LLC.

ARTICLE II. ADDRESS.

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

2931 Plummer Cove Road  
Jacksonville, Florida 32223

ARTICLE III. DURATION.

The period of duration for the Company shall be perpetual, commencing September 1, 2000, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

J. Howard Sheffield, P.A.  
4209 Baymeadows Road, Suite 4  
Jacksonville, Florida 32217

ARTICLE V. MANAGEMENT.

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the Managers are as follows:

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01 OCT 30 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

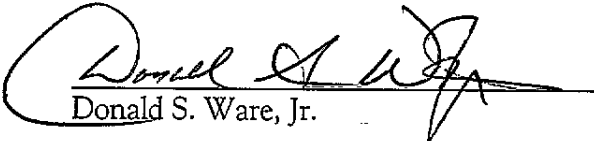
Donald S. Ware, Jr. 2931 Plummer Cove Road  
Jacksonville, Florida 32223

Charles W. Arnold, III 2931 Plummer Cove Road  
Jacksonville, Florida 32223

Such Managers shall serve in such capacity until the first meeting of the Members or until their successor(s) are duly elected and qualified.

#### ARTICLE VI. OPERATING AGREEMENT.

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.


  
Donald S. Ware, Jr.

  
Charles W. Arnold, III

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company names above, accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that it is familiar with, and accepts the obligations of such position.

REGISTERED AGENT

By:   
J. Howard Sheffield  
J. Howard Sheffield, P.A.

Date: 10-29-01

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01 OCT 30 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA