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ATTORNEYS AT LAW

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December 21, 2001

Via Federal Express

Department of State
The George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

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*****125.00 ****125.00

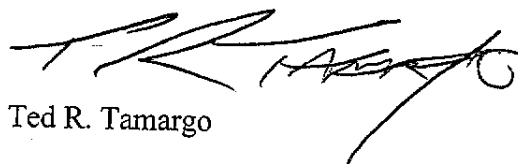
Re: Hubert Rutland L.L.C.
--Our File No. 01-1409

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Organization of Hubert Rutland L.L.C. Please file stamp the copy of the Articles of Organization and return it to me at the address shown above. Also enclosed is a check made payable to the Department of State in the amount of \$125.00 to cover the filing fee.

If you have any questions regarding this matter, please contact me.

Sincerely,


Ted R. Tamargo

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	ASIA
Document Examiner	DCC
Updater	DCC
Updater	TRT/cm
Verifier	Enclosures DCC
Acknowledgment	cc: Mr. Hubert Rutland, III (without enclosures)
W. P. Verifier	DCC

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**ARTICLES OF ORGANIZATION
OF
HUBERT RUTLAND L.L.C.**

The undersigned hereby executes and acknowledges 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 company is **HUBERT RUTLAND L.L.C.**

**ARTICLE II
PERIOD OF DURATION**

This company shall commence as of the date these Articles of Organization are filed with the Department of State of the State of Florida and shall exist perpetually thereafter, unless this company is dissolved pursuant to the terms of the operating agreement of this company or by operation of law.

**ARTICLE III
PRINCIPAL OFFICE**

The mailing address of this company shall be P.O. Box 76143, St. Petersburg, Florida 33734, and the street address of the principal office of this company shall be 401 East Jackson Street, Suite 2650, Tampa, Florida 33602.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of this company shall be located at 401 East Jackson Street, Suite 2650, Tampa, Florida 33602, and the initial registered agent of this company at such office shall be Ted R. Tamargo.

**ARTICLE V
MANAGEMENT OF COMPANY**

This company shall be a manager-managed company. The name and street address of the initial manager of this company, who is to serve as manager until his successor or successors are elected and qualify, are:

Name:
Hubert Rutland III

Address:
P.O. Box 76143
St. Petersburg, Florida 33734

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TAMPA, FLORIDA

**ARTICLE VI
EQUITY STRUCTURE**

The ownership of this company shall be represented by Units having the preferences, rights and obligations specified in the operating agreement of this company. This company shall have Class A Units and Class B Units. Each Class A Unit held by a member of this company shall entitle such member to cast one vote. A Class B Unit shall not entitle a member to any vote. Except for voting rights there shall be no difference between the Class A Units and the Class B Units.

**ARTICLE VII
OPERATING AGREEMENT**

(a) The power to adopt the operating agreement of this company shall be vested in the members of this company. Once adopted, the operating agreement of this company may only be altered, amended or repealed in the manner specified in such agreement.

(b) The operating agreement of this company shall be for the government of this company and may contain any provisions or requirements for the management or conduct of the affairs and business of this company, provided the same are not inconsistent with the provisions of these Articles of Organization, or contrary to the laws of the State of Florida or of the United States.

**ARTICLE VIII
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles of Organization may be amended at any time by the members of this company owning the Class A Units.

IN WITNESS WHEREOF, the undersigned authorized representative of a member of the company has executed these Articles of Organization this 21st day of December, 2001.



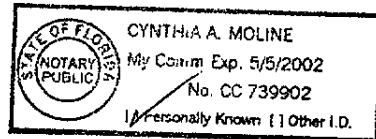
Ted R. Tamargo, Authorized Representative

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21st day of December, 2001, by Ted R. Tamargo, as authorized representative of a member of this company. He is personally known to me.

Cynthia A. Moline
Print, Type or
Stamp Name: _____
Notary Public, State of Florida
Serial No., if any: _____



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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

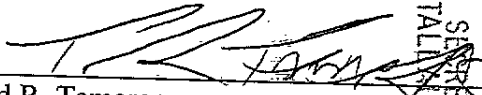
Ted R. Tamargo, having been named as registered agent to accept service of process for **HUBERT RUTLAND L.L.C.**, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered office:

401 E. Jackson St., Suite 2650
Tampa, Florida 33602

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 21st day of December, 2001.



Ted R. Tamargo

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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