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GARLICK, STUTLER & LEONARD LLP
ATTORNEYS AT LAW

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

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February 7, 2002

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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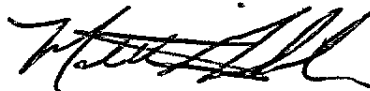
Re: Clean Pursuits, LLC
Our File No. 0425.001

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization for the above-referenced entity. Please file the original and return the copy certified to me at your earliest convenience.

Our client's check in the amount of \$125.00 is attached to the filing which represents the required filing fee. If you have any questions or need additional information, please feel free to contact me.

Very truly yours,



Matthew L. Grabinski

MLG/jpw
Enclosures

cc: Mr. George M. Atkinson

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

CLEAN PURSUITS, LLC

1. Name. The name of this limited liability company is Clean Pursuits, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 1380 29th Street SW, Naples, Florida 34117.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Matthew L. Grabinski, Esq.. The street address of the initial registered agent of the Company is: c/o Garlick, Stetler & Peebles, LLP, 5551 Ridgewood Drive, Suite 101, Naples, Florida 34108.

6. Contributions to the Company. The total amount of cash initially contributed to the Company by the member(s) is ten dollars (\$10.00). No additional contributions have been agreed upon.

7. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

8. Termination of Membership. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

9. Management of the Company. The Company shall be managed by one or more if its members in accordance with the operating agreement adopted by all of the members. The name and address of the initial managing member, who shall serve until the first annual meeting of the members or until his successor is elected and qualified, is

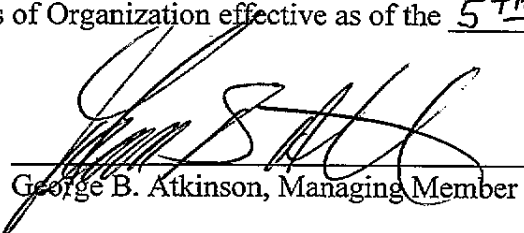
George B. Atkinson
1380 29th Street SW
Naples, Florida 34117

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10. Regulations. The members shall have the power to adopt, alter, amend, or repeal the operating agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

11. Voting. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

The undersigned executed these Articles of Organization effective as of the 5TH day of February, 2002.


George B. Atkinson, Managing Member

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Matthew L. Grabinski, Registered Agent

Dated: February 6th, 2002.

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