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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

First Financial Asset Management, L.L.C.

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**ARTICLES OF ORGANIZATION OF
FIRST FINANCIAL ASSET MANAGEMENT, L.L.C.**

The undersigned, being authorized to execute and file these Articles, hereby certifies as follows:

ARTICLE I

NAME

The name of the limited liability company shall be **FIRST FINANCIAL ASSET MANAGEMENT, L.L.C.**

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this limited liability company shall be 5150 North Tamiami Trail, Suite 300, Naples, Florida 34103.

ARTICLE III

MANAGEMENT

This limited liability company shall be managed by one or more managers and shall be a manager-managed company.

ARTICLE IV

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by written consent of a majority of existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

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ARTICLE V

**DESIGNATION OF REGISTERED OFFICE
AND REGISTERED AGENT**

The name of the initial registered agent of the limited liability company is NAPLES-LAWDOCK, INC., and the address of the office of the registered agent is c/o Quarles & Brady LLP, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided in Section 608.415, Florida Statutes.

NAPLES-LAWDOCK, INC., Registered Agent

By: 

Leo J. Salvatori

Its: Vice President

IN WITNESS WHEREOF, the undersigned has signed these Articles Of Organization as authorized representative at Naples, Florida on the 18 day of February, 2002.



Susan Kubar

Authorized Representative

In accordance with §608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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TALLAHASSEE, FLORIDA
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