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Philip A. McLeod, Esq.

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February 27, 2002

MJM

3/4 FLUC
Secretary of State
Division of Corporations
409 East Gaines Street
P.O. Box 6327
Tallahassee, Florida 32301

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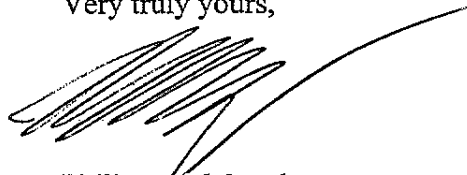
Re: Wingspan, LLC

Dear Sir or Madam:

I enclose herewith the following documents for the Corporation entitled, "WINGSPAN, LLC": original and one (1) copy of the Articles of Incorporation, Certificate of Registered Agent and our check in the amount of \$125.00 to be applied for the incorporation.

Please forward the certified copy of the Articles of Incorporation to the attention of the undersigned at the above address. Thank you for your cooperation in this matter, I remain

Very truly yours,



Philip A. McLeod

PAM/mg
Enclosure
cc: Bill Wing

FILED
02 MAR -4 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
WINGSPAN, LLC

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (the "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I
Name

The name of the Company shall be WINGSPAN, LLC.

ARTICLE II
Place of Business

The street address of the principal office of this Company shall be 500 Trinity Lane, #1207, St. Petersburg, Florida, 33716 and the mailing address of this Company shall be c/o Philip A. McLeod, 540 Fourth Street North, St. Petersburg, Fl. 33701, or such other place or places as may be designated from time to time.

ARTICLE III
Registered Agent and Office

The initial registered agent for this Company shall be Philip A. McLeod, 540 Fourth Street North, St. Petersburg, Fl. 33701, and the address of the registered agent for service of process shall be the same.

ARTICLE IV
Management of Business

The Company shall be member-managed.

The undersigned has executed these Articles of Organization this 27th day of February 2002.


Member: William M. Wing

Prepared By: Philip A. McLeod

FILED
02 MAR -4 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

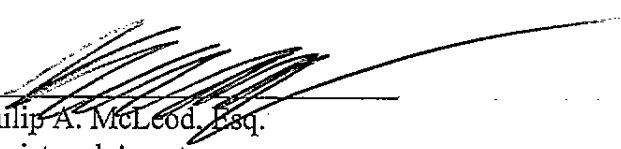
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted in compliance
with said act:

First, That WINGSPAN, LLC, desiring to organize or qualify under the laws of the State of
Florida, with its principal office, as indicated in the Articles of Incorporation at City of St. Petersburg,
County of Pinellas, State of Florida, has named Philip A. McLeod, Esq. whose address is 540 Fourth
Street North, St. Petersburg, Pinellas County, Florida, 33701 as its agent to accept service of process
within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: 
Philip A. McLeod, Esq.
Registered Agent