L0200007288

March 22, 2002

Subject: Beta Real Estate Investments, LLC

Attached herewith please find:

1. a check in the amount of \$125.00 to cover subject filing and registered agent fees.

MJH

2. Articles of Organization to be filed for subject company.

My daytime telephone number is 941-713-2504.

Thank you.

Sincerely,

700005154407-012 ****125.00 ****125.00

Antonio F. Uccello III

SECRETARY OF STATE

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: Beta Real Estate Investments, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 4744 Spinnaker Drive, Bradenton, Florida 34208

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Antonio F. Uccello III 4744 Spinnaker Drive Bradenton, FL 34208

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature

Article IV - Management

The Limited Liability Company is a manager - managed company.

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Antonio F. Uccello III, Managing Member

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

OZ MAR 25 PM 4: 50 SECRETARY OF STATE TALLAHASSEF, FINATE