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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : PAUL SMITH
Account Number : I20010000247
Phone : (305)673-0347
Fax Number : (305)532-0738

W02-9968

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

EAGLE'S NEST PROPERTIES, LLC

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Page Count	02
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 9, 2002

PAUL SMITH

SUBJECT: EAGLE'S NEST PROPERTIES, LLC
REF: W02000009968

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Apr 08 02 04:47p

David and Ellen Dalrymple 813-225-1820

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ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

In compliance with Chapter 608, F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

EAGLE'S NEST PROPERTIES, LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

609 ISLAND PLACE WAY

TAMPA, FL 33602

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT SIGNATURE

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

A1A CORPORATE SERVICES INC.

218 SOUTHERN COUNTRY LANE

QUINCY, FL 32351

Having been named as registered agent 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..

Paul Smith

Registered Agent's Signature

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one member or more members and is, therefore, member - managed company.

ARTICLE V MEMBERS

Managing Member : **DAVID AND ELLEN DALRYMPLE**

609 ISLAND PLACE WAY TAMPA, FL 33602

Managing Member : **TOM AND CHARLOTTE HEDGE**

101 SUNSET DR. #203 LAWRENCE POINT SARASOTA, FL 34236

Managing Member : **DEL AND LYNN PEMBERTON**

9712 ROYAL CALCUTTA PL BRADENTON, FL 34202

Managing Member : **LARRY AND DENISE RIDER**

1312 MOONMIST DR. SARASOTA, FL 34242

Managing Member : **JOSEPH AND CHERI DWECK**

6914 WESTCHESTER CIRCLE, LAKEWOOD RANCH BRADENTON, FL 33602

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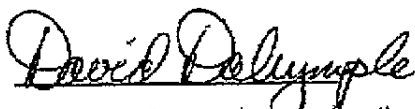
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Signature of a member or an authorized representative of a member.

(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.

DAVID DALRYMPLE

Typed or printed name of signer

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