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**LIMITED LIABILITY COMPANY**

**LONGBEARD, LLC**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
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ARTICLES OF ORGANIZATION

FOR

LONGBEARD, LLC

The undersigned, organizing Member 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 is LONGBEARD, LLC.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue perpetually until dissolved in accordance with Section 608.441 of the Act.

ARTICLE III

Purpose

The Company is created for purposes of engaging in any lawful activity deemed appropriate by the members from time to time.

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#### ARTICLE IV

##### Principal Office

The street address of the principal office of the Company shall be 2514 - 9<sup>th</sup> Street West, Bradenton, Florida 34205, and the mailing address shall be the same.

#### ARTICLE V

##### Registered Agent and Office

The initial registered agent for the Company shall be STUART M. GREGORY, and the address of the registered agent for service of process shall be 2514 - 9<sup>th</sup> Street West, Bradenton, Florida 34205.

#### ARTICLE VI

##### Management of Business

The Company shall be Member managed.

#### ARTICLE VII

##### Admission of Additional Members

Additional Members may be admitted only by the affirmative vote of all of the other Members and upon terms and conditions established by the Members from time to time in their sole discretion.

#### ARTICLE VIII

##### Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

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## ARTICLE IX

### Property

(a) Ownership. All property originally paid for or transferred to the Company as contributions to capital by the Members, or subsequently acquired by purchase or otherwise on account of the Company, shall be the property of the Company.

(b) Title. The title to all property of the Company shall be held in the name of the Company.

(c) Conveyances. The right and manner to convey and encumber title to all real and personal property of the Company shall be as specified in the Operating Agreement.

## ARTICLE X

### Amendments

These Articles may be amended or restated at any time by a unanimous vote of the Members of the Company, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

## ARTICLE XI

### Operating Agreement

An Operating Agreement shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Operating Agreement may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Operating Agreement shall be set forth in the Operating Agreement.

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ARTICLE XII

Contracting Debts


No debt shall be contracted nor liability incurred by or on behalf of the Company except as may be specified in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned organizing member of LONGBEARD, LLC, has executed these Articles of Organization this 13 day of May, 2002.

  
STUART M. GREGORY  
Organizing Member

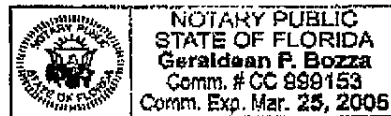
STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 13 day of May, 2002 by STUART M. GREGORY, who is personally known to me and did not take an oath.

  
Signature of Person Taking Acknowledgment

\_\_\_\_\_  
Name of Acknowledger Typed, Printed or Stamped

My commission expires:




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CERTIFICATE OF DESIGNATION  
AND ACCEPTANCE OF REGISTERED AGENT  
FOR LONGBEARD, L.L.C.

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.

  
STUART M. GREGORY  
DATED: May 12, 2002

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