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June 28, 2002

Division of Corporations
Department of State
The Capitol
P.O. Box 6327
Tallahassee, FL 32314

Re: Brooker Land Company, L.L.C.

Gentlemen:

Enclosed is the original and one signed copy of the Articles of Organization for the above limited liability company. We have also enclosed a check in the amount of \$125.00 for the filing fees.

Please process this at your earliest opportunity and return the file-stamped copy of the Articles of Organization to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,

Tew, Barnes & Atkinson, L.L.P.

Cindy R. Peterson
Cindy R. Peterson
Legal Assistant

crp
enclosure

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****125.00 ****125.00

FILED
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA
JUL 1 2002

L02-16571
gk

**ARTICLES OF ORGANIZATION FOR
BROOKER LAND COMPANY, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Brooker Land Company, L.L.C.

ARTICLE II - Address:

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

2655 McCormick Drive, Suite 200
Clearwater, FL 33759

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

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

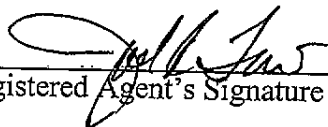
Joel R. Tew, Esquire
Tew, Barnes & Atkinson, L.L.P.
2655 McCormick Drive
Clearwater, FL 33759

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL - 1 AM 10:01

FILED

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 - Duration:

The Limited Liability Company shall exist until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE V - Management

The Limited Liability Company is to be managed by one or more of the members. The name and address of the initial managing member is:

Andrew G. Irick, II
3072 Hampton Court
Clearwater, FL 33761



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.)

Andrew G. Irick, II
Typed or Printed Name of Signee

FILED

02 JUL - 1 11:10:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA