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July 15, 2002

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Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: Edward R. Andrus, LLC

Gentlemen:

Enclosed please find the original and one copy of Articles of Organization for the above Limited Liability Company, the Certificate of Designation of Registered Agent, and our check in the amount of \$155.00, to cover the appropriate fees, including the fee for a certified copy.

When filed, please return your letter of acknowledgment and the certified copy to the undersigned.

Thank you for your assistance.

Very truly yours,

HARTER, SECREST & EMERY LLP

Dennis J. Lumsden

Enclosures

JUL 1 8 2002

ARTICLES OF ORGANIZATION FOR EDWARD R. ANDRUS, LLC A FLORIDA LIMITED LIABILITY COMPANY



ARTICLE I - Name:

The name of the Limited Liability Company is:

EDWARD R. ANDRUS, LLC

ARTICLE II - Address:

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

5010 DOCKSIDE DRIVE, APT. 201 FORT MYERS, FLORIDA 33919

ARTICLE III - Registered Agent Name and Address:
The name and street address of the registered agent of the Limited Liability Company are:

DENNIS J. LUMSDEN 5551 RIDGEWOOD DRIVE, SUITE 405 NAPLES, FLORIDA 34108

ARTICLE IV - Duration:

The period of duration for the Limited Liability Company shall be:

This Company shall commence to exist on filing these Articles, in accordance with Section 608.409(1), Florida Statutes, and shall have perpetual existence.

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ARTICLE V - Management:

(check and continued Liability Company is to be managed by a manager of name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are.

■ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

EDWARD R. ANDRUS

PRIVE. APT. 201

ARTICLE VI - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The Managing Member may admit additional members to replace one who has ceased to be a member, provided the replacement member has purchased, or otherwise acquired a membership unit.

> Signature of a member or authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

> > Executed on July 10, 2002 By: Edward R. Andrus

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Consent of Registered Agent

Having been named as registered agent and to accept service of process for the above named 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, Florida Statutes.

Dennis J. Lumsden Executed on July 15, 2002

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