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LAW OFFICES OF
FERGESON, SKIPPER, SHAW, KEYSER, BARON & TIRABASSI, P.A.

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RICHARD R. GANS (4)
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August 19, 2002

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PORT CHARLOTTE, FLORIDA 33948

- (1) BOARD CERTIFIED CIVIL TRIAL LAWYER
- (2) BOARD CERTIFIED TAX LAWYER
- (3) BOARD CERTIFIED REAL ESTATE LAWYER
- (4) BOARD CERTIFIED WILLS, TRUSTS
AND ESTATES LAWYER
- (5) BOARD CERTIFIED APPELLATE LAWYER
- (6) BOARD CERTIFIED BUSINESS
LITIGATION LAWYER
- (7) FLORIDA SUPREME COURT
CERTIFIED CIRCUIT MEDIATOR

VIA FEDERAL EXPRESS

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

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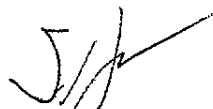
Re: Brandy Land Company, LLC
Our File No.: 9601/18009

Gentlemen:

Enclosed for filing are Articles of Organization for Brandy Land Company, LLC. Also enclosed is a check made payable to the Department of State in the amount of \$125.00 representing the filing fees.

Should you have any questions regarding the enclosed, please advise.

Sincerely,


Stephen B. Keyser

SBK/ tb
Enclosures

279223

FILED
2002 AUG 21 AM 10:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN AUG 22 2002

**ARTICLES OF ORGANIZATION OF
BRANDY LAND COMPANY, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, as a member of the Company, hereby certifies that:

ARTICLE I

NAME

The name of this limited liability company is BRANDY LAND COMPANY, LLC, referred to in these Articles of Organization as the "Company."

ARTICLE II

PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing address and principal office of the Company is 1515 Ringling Boulevard, 10th Floor, Sarasota, Florida 34236. The Company's registered agent is STEPHEN B. KEYSER, whose office is located at 1515 Ringling Boulevard, 10th Floor, Sarasota, Florida 34236.

ARTICLE III

EFFECTIVE DATE OF EXISTENCE/DURATION

The existence of the Company shall commence on the filing of these Articles of Organization. The duration of the Company shall thereafter be perpetual.

ARTICLE IV

PURPOSE AND POWERS

This Company is organized with a general business purpose, has all powers provided by law, and may use those powers to any lawful purpose.

ARTICLE V

ADMISSION OF NEW MEMBERS

The Company may admit new members by the consent of the members then owning a majority in interest in the Company.

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TALLAHASSEE, FLORIDA

ARTICLE VI

WITHDRAWAL OF MEMBER

Upon the death, bankruptcy, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall be continued as provided in the Company's Operating Agreement.

ARTICLE VII

AMENDMENTS

These Articles of Organization may be amended as provided in the Company's Operating Agreement.

ARTICLE VIII

SUBSCRIBER

The name and address of the person signing these Articles of Organization, who is a member of the Company, are:

Name

Address

STEPHEN B. KEYSER

1515 Ringling Boulevard, 10th Floor
Sarasota, Florida 34236

IN WITNESS WHEREOF, I have signed these Articles of Organization, and acknowledged them to be my act, on August 20, 2002.

WITNESSES:



TRICIA ANN BARRETT



STEPHEN B. KEYSER
Subscriber


MICHELLE LAJOIE HERMEY

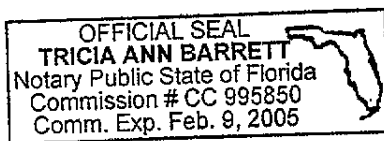
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on August 20, 2002, by STEPHEN B.

KEYSER, who is personally known to me.

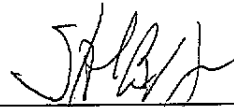


Tricia Ann Barrett
(Name TRICIA ANN BARRETT)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees, as registered agent, to accept service of process on behalf of the Company. The undersigned is familiar with and accepts all of the obligations of a registered agent of a Florida limited liability company.



STEPHEN B. KEYSER

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