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MJH

August 23, 2002

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

200007354542--6
-08/27/02--01011--001
***\$155.00 ***\$155.00

Re: Champenae Development, L.C.
Our File No: 02-2327

Gentlemen:

Enclosed herewith please find the original executed and one copy of the Articles of Organization for a Florida Limited Liability Company, including a Certificate of Designation of Registered Agent/Registered Office for the above-referenced company. Upon filing, please return the certified copy.

Also enclosed is this firm's check in the amount of \$155.00 to cover the following fees associated with filing:

Articles of Organization and	
Registered Agent Designation	\$ 125.00
Certified copy of Articles	\$ 30.00
Total Amount	\$ 155.00

Should you have any questions regarding this filing, please do not hesitate to contact me.

Sincerely,

John L. Soileau

JLS:lsj

Enclosures

FILED
02 AUG 27 AM 8:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME:

The name of the Limited Liability Company is: CHAMPENAE DEVELOPMENT, L.C.

ARTICLE II - ADDRESS

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

Mailing: 3913 Indian Rive Drive
Cocoa, FL 32922

Street: 3913 Indian Rive Drive
Cocoa, FL 32922

ARTICLE III - REGISTERED AGENT

The name and mailing address of the registered agent and office is:

Name: John L. Soileau, Esquire

Street: 1970 Michigan Avenue, Bldg. C
Cocoa, Florida 32922

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..

JOHN L. SOILEAU

Date

FILED
02 AUG 27 AM 8:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE IV - DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V - MANAGEMENT

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

Richard Muller

165 N. Canal Street, Suite 1525
Chicago, IL 60606

Roy Rossini

3913 Indian River Drive
Cocoa, FL 32922

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

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

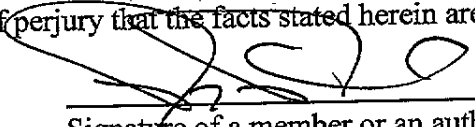
All members must consent to admission of additional members of the company.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining member(s) of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution or a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be:

The remaining member(s) shall have the right to continue the business notwithstanding the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or other event terminating a member's membership, provided all of the remaining member(s) consent in writing to such continuation.

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.



Signature of a member or an authorized
representative of a member

ROY ROSSINI

Typed or printed name of signee