ATTO NEYLAT JAW 30 ROSS ST. EET SARASOTA, FLORIDA 34.50 (941) 951-1234 (941) 952-1530 (Fax) KraigKoach@AOL.com (E-Mail)

September 3, 2002

Secretary of State Corporate Records Bureau P.O. Box 6327 Tallahassee, FL 32314

600007562826--7 -09/06/02-01024-017 ****155.00 ****155.00

RE: Tarpon Bay Ecosystem, Ltd. Co.

To Whom it May Concern:

L02-23201

We are enclosing our check in the amount of \$155.00 to cover the following fees for the filing of the above-named limited liability company:

Registered Agent Fee 25.00
Filing Fee 100.00
Certified Copy of Record 30.00

Total \$155.00

We have also enclosed an original and a copy of the Articles of Organization. Please return to this office a certified copy of same after the Articles have been filed of record.

Thank you for your attention to this matter.

Very Truly Yours

KIMBROUGH & KOACH, LLP

Thing of Local

Kraig H. Koach

KHK/vcb enclosures

ARTICLES OF ORGANIZATION OF LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - Name:

The name of the Limited Liability Company is: TARPON BAY ECOSYSTEM, LTD. CO.

ARTICLE II — Address:

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

3762 SPYGLASS ROAD, SARASOTA, FLORIDA 34238

Article III — Registered Agent, Registered Office

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

Kraig H. Koach, Esquire KIMBROUGH & KOACH, LLP 1530 Cross Street Sarasota, Florida 34236

Article IV — Management:

The Limited Liability Company is to be managed its members and is, therefore, a member-managed company.

representative of a member and acknowledged them to be my act this ______ day of _______ day of _______, 2002.

LFRED C. BENDER, member

(In accordance with section 608.408(3), Florida Statutes, the execution of this change constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ALFRED C. BENDER

Typed or printed name of signee

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

(In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Signature of Registered Agent

KRAIG H. KOACH

Typed or printed name of signee