

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

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RICHARD R. GANS (4)
STEPHEN B. KEYSER (3)
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1515 RINGLING BOULEVARD, 10TH FLOOR
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September 20, 2002

LONGBOAT KEY OFFICE:

544 BAY ISLES ROAD
LONGBOAT KEY, FLORIDA 34228

PORT CHARLOTTE OFFICE:

18401 MURDOCK CIRCLE
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

900007941819--1
-09/23/02-01034-006
***125.00 ***125.00

Re: Bloodstone Properties, LLC
Our File No.: 9881/18383

Gentlemen:

AL

Enclosed for filing are Articles of Organization for Bloodstone Properties, 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

Stephen B. Keyser

SBK/tb
Enclosures

FILED
02 SEP 24 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
BLOODSTONE PROPERTIES, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

FILED
02 SEP 24 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME

The name of this limited liability company is BLOODSTONE PROPERTIES, 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.

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 September 19, 2002.

WITNESSES:


MICHELLE LAJOIE HERVEY


STEPHEN B. KEYSER
Subscriber

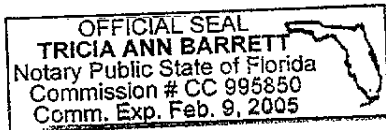

TRICIA ANN BARRETT

FILED
02 SEP 21 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on September 19, 2002, by STEPHEN
B. KEYSER, who is personally known to me.

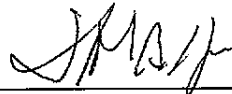


Tricia A. Barrett
(Name TRICIA ANN BARRETT)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____

FILED
02 SEP 24 PM 2:40
SECRETARY OF STATE
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

280307

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02 SEP 24 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA