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ACCOUNT NO. : 072100000032

REFERENCE : 764456 164228A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 125.00

ORDER DATE : September 30, 2002

ORDER TIME : 11:27 AM

ORDER NO. : 764456-005

600008104366--7

CUSTOMER NO: 164228A

CUSTOMER: Steven P. Kushner, Esq
Steven P. Kushner, P.a.

Suite 202
1375 Jackson Street
Fort Myers, FL 33901

DOMESTIC FILING

NAME: CLON CLARE, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____

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[Signature]

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**ARTICLES OF ORGANIZATION
OF
CLON CLARE, L.L.C.**

The undersigned-subscribing Member to these Articles of Organization, hereby forms a Limited Liability Company under the laws of the State of Florida.

***ARTICLE I
NAME***

The name of this Limited Liability Company is: CLON CLARE, L.L.C.

***ARTICLE II
DURATION AND COMMENCEMENT OF EXISTENCE***

The existence of the Limited Liability Company shall commence upon the date of execution hereof. The Limited Liability Company shall exist in perpetuity unless sooner terminated as provided herein.

***ARTICLE III
PURPOSE***

This Limited Liability Company is organized for the purposes of transacting any and lawful business authorized for Limited Liability Companies organized in Florida.

***ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS***

The address of the Limited Liability Company's principal office is: 1300 Shetland Lane, Fort Myers, Florida 33912.

***ARTICLE V
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE***

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent and registered office, in the State of Florida.

1. The name of the Limited Liability Company is: CLON CLARE, L.L.C.

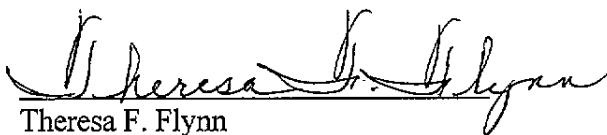
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2. The name and address of the registered agent and registered office is:

Theresa F. Flynn
1300 Shetland Lane
Fort Myers, Florida 33912

Having been named as registered agent 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Theresa F. Flynn

Date: 9-27-2002

ARTICLE VI
CAPITAL

The minimum capital of the Limited Liability Company is One Thousand and No/100ths Dollars (\$1,000.00) shall be paid in cash or other property. Additional contributions may be required in accordance with the terms of the Operating Agreement of CLON CLARE, L.L.C.

ARTICLE VII
ADMISSION OF NEW MEMBERS

The admission of new Members shall be solely by majority vote (in interest) of the existing member.

ARTICLE VIII
DISSOLUTION - WINDING UP - LIQUIDATION

A. **Dissolution.** Subject to the terms of Subsection B below, the Limited Liability Company shall be dissolved on the happening of any of the following events:

1. Withdrawal (if allowed by the Operating Agreement of the Limited Liability Company), retirement, death, or bankruptcy of any Member.

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2. Dissolution of any Member who is an entity.
3. Unanimous written agreement of the Members.


B. **Right to Continue Business.** Notwithstanding Subsection A above, the the Members remaining after the withdrawal or disassociation of a Member ("Remaining Members") of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company, despite the occurrence of any event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by written notice by any one or more of the Remaining Members (representing at least a majority of the interests in the Limited Liability Company) to the other Remaining Members within thirty (30) days of any event described in Subsection A. of this Article. This Subsection B shall not, however, allow for continuation of the Limited Liability Company if the number of Members at any time is less than one (1).

ARTICLE IX MANAGEMENT

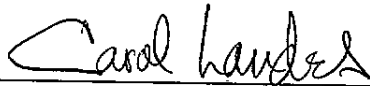
The Limited Liability Company shall be managed by Theresa F. Flynn or by such other individual, or a committee comprised of individuals, elected as provided for in the Operating Agreement of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned-subscribing member has executed these Articles of Organization of CLON CLARE, L.L.C., effective this 27 day of September, 2002.

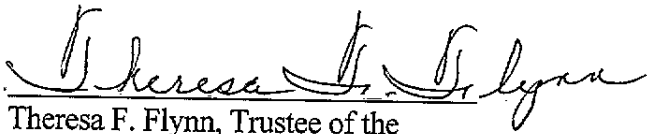
WITNESSES



Steven F. Kushner



Carol Landes

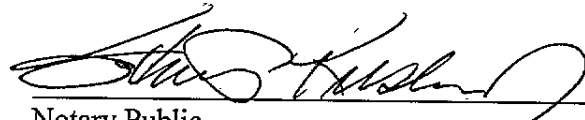


Theresa F. Flynn, Trustee of the
Theresa F. Flynn Trust under Trust
Agreement dated December 9, 1999

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STATE OF FLORIDA
COUNTY OF LEE

The foregoing Articles of Organization of CLON CLARE, L.L.C., was acknowledged before me this 27 day of September, 2002, by Theresa F. Flynn, Trustee of the Theresa F. Flynn Trust under Trust Agreement dated December 9, 1999, on behalf of the said Trust. She is personally known to me or has produced N/A as identification and did did not take an oath.

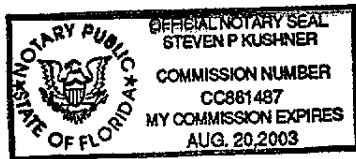


Notary Public

Name: _____

Serial No. _____

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