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LIMITED LIABILITY COMPANY

Titan Development Enterprises, L.L.C.

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**ARTICLES OF ORGANIZATION OF
TITAN DEVELOPMENT ENTERPRISES, LLC**

The undersigned, MELISSA E. JOHNSON, a natural person competent to contract and organizer of this limited liability company, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

Titan Development Enterprises, LLC.

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of the limited liability company is 126 South Shore Drive, #34, Destin, Florida 32550.

ARTICLE III - PURPOSES AND POWERS

This limited liability company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - TERM OF EXISTENCE

The limited liability company shall have a perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 50 Corte Palma, Santa Rosa Beach, Florida 32459, and the name of the initial registered agent of this limited liability company at that address is Melissa E. Johnson.

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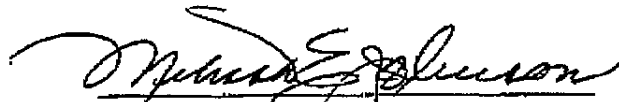
ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by a manager. The name and address of the manager are:

MAS Ventures, Inc.
c/o Michael A. Sassano, III
126 South Shore Drive
Destin, Florida 32541

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on the date set forth below.

ORGANIZER:



MELISSA E. JOHNSON

Date: Oct. 3, 2002

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REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Titan Development Enterprises, LLC. Further, I am familiar with and accept the duties and obligations of such designation.


MELISSA E. JOHNSON

Date: Oct. 3, 2002

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