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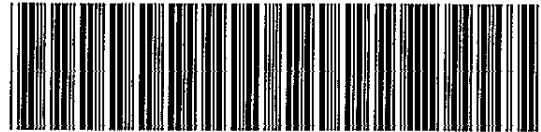
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TALLAHASSEE, FLORIDA

J. BRYAN OCT 28 2002

LAW OFFICES
WHITE & REASOR, PLC

TWO AMERICAN CENTER, SUITE 1150
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NASHVILLE, TENNESSEE 37203-1304

JOHN W. STONE, III

October 22, 2002

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VIA FEDERAL EXPRESS

Florida Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Thompson-Boynton Beach, LLC Articles of Organization and Acceptance
of Service as Registered Agent


Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Organization and the Acceptance of Service as Registered Agent for the formation of Thompson-Boynton Beach, LLC along with my firm's check in the amount of \$130.00 for filing with your office. Please file these documents and return the appropriate copies to my office in the enclosed, self-addressed Federal Express Envelope which I have provided for your convenience.

Thank you in advance for your cooperation in this matter. If you have any questions please do not hesitate to contact me.

Sincerely yours,

WHITE & REASOR, PLC


John W. Stone, III

**ARTICLES OF ORGANIZATION
OF
THOMPSON-BOYNTON BEACH, LLC**

The undersigned authorized representative hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I
Name**

The name of this limited liability company (the "Company") shall be:

THOMPSON-BOYNTON BEACH, LLC

**ARTICLE II
Principal Office and Mailing Address**

The mailing address and the street address of the principal office of the Company shall be:

6465 Fourth Street
Vero Beach, Florida 32968

**ARTICLE III
Registered Office and Registered Agent**

The initial registered office of the Company shall be located at 6465 Fourth Street, Vero Beach, Florida 32968, and the initial registered agent of the Company at such office shall be A. Russell Poteat. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

**ARTICLE IV
Operating Agreement**

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company.

**ARTICLE V
Management of Business**

Except for rights that are specifically reserved to the members in the Operating Agreement or these Articles, management of the Company shall be vested in its manager(s). Accordingly, the Company shall be a manager-managed company.

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ARTICLE VI
Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.



John W. Stone, III, Authorized Representative

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TALLAHASSEE, FLORIDA

THOMPSON-BOYNTON BEACH, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 24 day of October, 2002.


A. RUSSELL POTEAT

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