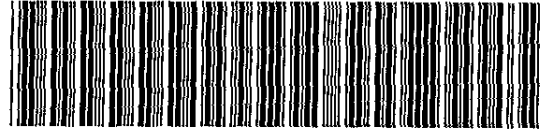


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TALLAHASSEE, FLOR



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Tampa, Florida 33606

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Telephone (813) 251-4866
Telecopier (813) 251-1927
HannaLaw@aol.com
TALLAHASSEE, FLORIDA

November 27, 2002

Attn: Filing Department
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization of
G&C, LLC.

Dear Sir or Madam:

We are enclosing an original and two copies of the Articles of Incorporation to be filed, for the above-referenced corporation.

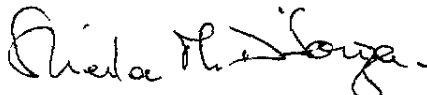
We are also enclosing this firm's check in the amount of \$125.00, covering the filing fee and certified copy fee.

Please return the confirmation copy of this letter in the enclosed envelope, as evidence of your receipt of this package.

If you have any questions, please call the undersigned, immediately.

Your attention to this matter is appreciated.

Sincerely,



Sheila M. D'Souza
Paralegal

sds
Enclosure

cc: Donald G. Greiwe, Esquire

**ARTICLES OF ORGANIZATION OF
G&C, LLC**

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02 DEC -3 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

Name

The name of the limited liability company (hereinafter referred to as the "Company") is "G&C, LLC."

ARTICLE II

Address

The mailing address and street address of the principal office of the Company are:

Mailing: P. O. Box 1832
Tampa, Florida, 33601-1832

Street: 100 S. Ashley Drive, Suite 100
Tampa, Florida 33602

ARTICLE III

Registered Agent

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

Donald G. Greiwe
100 S. Ashley Drive, Suite 100
Tampa, Florida 33602

ARTICLE IV

Management

The Company will be managed by the members.

ARTICLE V
Limitation on Agency Authority of Members


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02 DEC -3 AM 11:43

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member. ALL DOCUMENTS MUST BE FILED WITH THE STATE OF FLORIDA

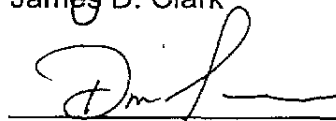
ARTICLE VI
Duration

The Company shall have perpetual existence.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 20th day of November, 2002.

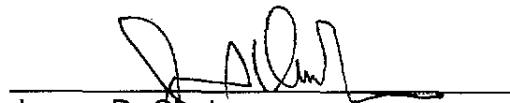


James D. Clark




Donald G. Greiwe

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



James D. Clark



Donald G. Greiwe

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

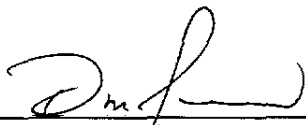
FILED

I hereby accept designation as registered agent to accept service of process for the above stated limited liability company, at the place designated in these Articles of Organization. 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.

02 DEC -3 AM 11:43
CLERK OF STATE
TALLAHASSEE, FLORIDA

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

Dated this 20th day of November, 2002.



Donald G. Greiwe