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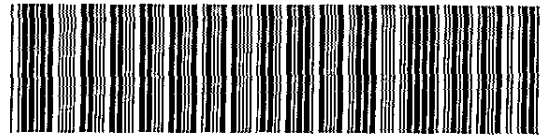
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**CERTIFIED MEDIATOR-
CIRCUIT AND FAMILY LAW
***FL BAR BOARD CERTIFIED
CITY, COUNTY AND LOCAL
GOVERNMENT LAWYER

TRANSMITTAL LETTER

January 2, 2003

VIA FEDERAL EXPRESS

TO: New Filing Section
Division of Corporations

SUBJECT: **DEVELOPERS OF CAPTAIN'S LANDING, LLC**

Dear Sir or Madam:

Enclosed please find a check in the amount of \$133.75 (\$100.00 filing fee, \$25.00 registered agent fee and \$8.75 for return of a certified copy of the Articles of Organization) are submitted for the above referenced corporation to transact business in the State of Florida.

Please return all correspondence concerning this matter to the following:

Hal F. Wotitzky, Jr., Esq.
Wotitzky, Wotitzky, Ross & Goldman, P.A.
223 Taylor Street
Punta Gorda, FL 33950-4427

Should you need to call someone concerning this matter, please call:

Hal F. Wotitzky, Esquire at (941) 639-2171

COURIER ADDRESS:

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

January 7, 2003

HAL F. WOTITZKY, JR, ESQ.
WOTITZKY, WOTITZKY, ROSS & GOLDMAN, P.A.
223 TAYLOR STREET
PUNTA GORDA, FL 33950-4427

SUBJECT: DEVELOPERS OF CAPTAIN'S LANDING, LLC
Ref. Number: W03000000432

We have received your document for DEVELOPERS OF CAPTAIN'S LANDING, LLC and your check(s) totaling \$133.75. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$21.25.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 903A00000728

**ARTICLES OF ORGANIZATION
OF
DEVELOPERS OF CAPTAIN'S LANDING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **DEVELOPERS OF CAPTAIN'S LANDING, LLC**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is **P.O. Box 511448, Punta Gorda, FL 33950.**

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the Operating Agreement.

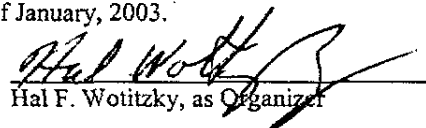
ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is **Hal F. Wotitzky, Esq., 223 Taylor Street, Punta Gorda, FL 33950.**

ARTICLE V -- MANAGEMENT

The company shall be managed by the members in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. The operating agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these articles of organization at Punta Gorda, Charlotte County, Florida, on this 2 day of January, 2003.


Hal F. Wotitzky, as Organizer

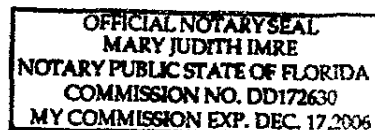
STATE OF: Florida
COUNTY OF: Charlotte

The foregoing instrument was acknowledged before me this 2nd day of January 2003 by Hal F. Wotitzky,, who are personally known to me or produced _____ as identification.


NOTARY PUBLIC

Printed Name of Notary

SEAL



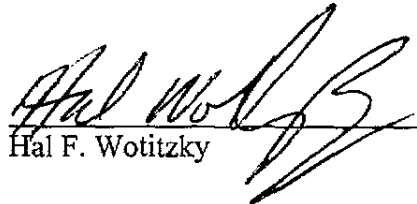
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PUNTA GORDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated professional service corporation and limited liability company at the place designed 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 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, as provided for in Chapter 608, Florida Statutes.

REGISTERED AGENT:

Hal F. Wotitzky
223 Taylor Street
Punta Gorda, FL 33950



Hal F. Wotitzky

Dated: 1-2-03