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DIVISION OF CORPORATION



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 906021 82475A

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 160.00

ORDER DATE : January 24, 2003

ORDER TIME : 11:06 AM

ORDER NO. : 906021-005

CUSTOMER NO: 82475A

CUSTOMER: Robert Abraham, Esq
Robert Abraham, P.a.

Suite 500
149 South Ridgewood Avenue
Daytona Beach, FL 32114

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STATE DEPT OF CORP
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: SEABREEZE OFFICE ASSOCIATES,
LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

of

SEABREEZE OFFICE ASSOCIATES, LLC
A Florida Limited Liability Company

ARTICLE 1
NAME

The name of this limited liability company is Seabreeze Office Associates, LLC.

ARTICLE 2
PERIOD OF DURATION

The period of duration of this limited liability company is perpetual. The date and time at which the existence of this limited liability company begins is the date and time of filing of these articles of organization by the Department of State of the State of Florida.

ARTICLE 3
PURPOSE

The purpose for which this limited liability company ("company") is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the laws of Florida and any other jurisdictions in which the company may conduct business. The company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest its funds in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of the company enumerated in these articles or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of the company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of the company.

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ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office this limited liability company are as follows:

Mailing address: 1030 W. International Speedway Boulevard
Daytona Beach, Florida 32114

Street address: 1030 W. International Speedway Boulevard
Daytona Beach, Florida 32114

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ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this limited liability company in the State of Florida are as follows:

Name: Devin Tower
Street Address: 1030 W. International Speedway Boulevard
Daytona Beach, Florida 32114

ARTICLE 6
MANAGEMENT

The management of this limited liability company is reserved to its members. The names and address of the members who are to serve as initial managing members are as follows:

Name: Basin Street Partners, LLC
Address: 125 Basin Street, Suite 210
Daytona Beach, Florida 32114

Name: Lightco Limited Partnership, a Nevada limited partnership
Address: 1030 W. International Speedway Boulevard
Daytona Beach, Florida 32114

Name: Devin Tower, Trustee, or his successor Trustee, of the Devin Tower Trust dated May 6, 2002
Address: 1030 W. International Speedway Boulevard
Daytona Beach, Florida 32114

EXECUTION

The undersigned member of this limited liability company executes these articles of organization this 23rd day of January, 2003.

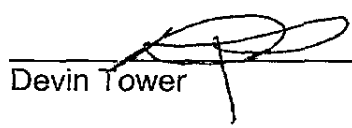

Devin Tower

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STATEMENT OF ACCEPTANCE OF
APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment. I further state that I am familiar with and accept the obligations of that position.

Dated January 23, 2003.


Devin Tower