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

Re: Filing Request and Fee For one Florida LLC
Articles of Organization of Tri-County Grove, LLC

Gentlemen:

Enclosed for filing is the original and one copy of the Articles of Incorporation for the above named Florida corporation.

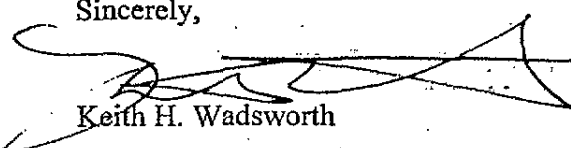
Also enclosed is the firm's check, in the amount of \$78.75, representing payment of the following fees: file Articles - \$35.00, registered agent fee - \$35.00 and certified copy fee - \$8.75.

Upon approval and filing of these articles, please furnish certified copies to the attention of:

Keith H. Wadsworth
Peterson & Myers, P.A.
P.O. Box 1079
Lake Wales, FL 33853

If anything further is required, please call me. Thank you for your assistance in this matter.

Sincerely,


Keith H. Wadsworth

/mr

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ARTICLES OF ORGANIZATION
OF
TRI - COUNTY GROVE, LLC

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Tri-County Grove, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Company is 700 South Alternate U.S. 27, Frostproof, Florida 33843. The mailing address of the principal office of the Company is Post Office Box 127, Frostproof, Florida 33843.

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ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 700 South Alternate U.S. 27, Frostproof, Florida 33843. The name of the registered agent of the Company at that address is Stewart W. Hurst.

ARTICLE IV - MANAGEMENT

The Company is to be a manager-managed company. The initial manager of the Company shall be Ben Hill Griffin, III. The street address for the initial manager of the Company is

700 South Alternate U.S. 27, Frostproof, Florida 33843. The mailing address for the initial manager of the Company is Post Office Box 127, Frostproof, Florida 33843.

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization.

The undersigned member has made and subscribed these Articles of Organization this 11th day of February, 2003.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

BEN HILL GRIFFIN, INC., a Florida corporation,
Sole Member

By: Ben Hill Griffin, III

Its: Chairman and C.E.O.

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

Stewart W. Hurst
Stewart W. Hurst

Date: Feb 11, 2003

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