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PAYNE & RANDA, P.A.

ATTORNEYS AT LAW

2431 Aloma Avenue, Suite 201
Winter Park, Florida 32792

Phone No.: (407) 679-0499
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February 19, 2003

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

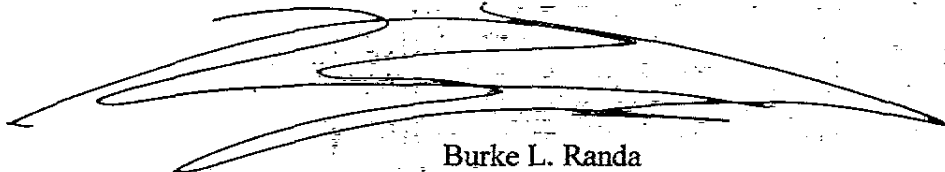
Re: New Filing -- LLC

Dear Secretary of State:

Please find enclosed Articles of Organization for Durley Properties, LLC and a check for \$160 for the filing fee (\$100), designation of registered agent (\$25), certified copy (\$30) and Certificate of Status (\$5). Please process this new LLC and return it to this office at your earliest convenience.

Thank you for your assistance and should you have any questions, please feel free to contact me.

Sincerely,



Burke L. Randa

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**ARTICLES OF ORGANIZATION
FOR
DURLEY PROPERTIES, LLC**

I, the undersigned member, for the purpose of forming a limited liability company under the laws of the State of Florida, do hereby adopt the following Articles of Organization:

ARTICLE I

The name of the limited liability company shall be Durley Properties, LLC. The LLC shall engage in the business of property acquisition, sale and management. The existence of the LLC is not perpetual.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company is 10028 Marguex Drive, Orlando, Florida 32825.

ARTICLE III

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

Christopher S. Durley
10028 Marguex Drive
Orlando, Florida 32825

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ARTICLE IV

This limited liability company shall be managed by the members and not manager, accordingly it is a member-managed entity.

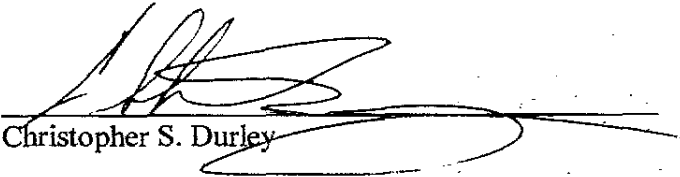
Signed on this, the 18th day of February, 2003.


Christopher S. Durley

ACCEPTANCE OF DESIGNATION OF REGISTERD AGENT

Having been named as registered agent to accept service of process of the above named limited liability company at the place designated in this certificate, I hereby accept the appointment of 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 me position as registered agent as provided for in Chapter 608, F.S.

Dated this 18th day of February, 2003.


Christopher S. Durley

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