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(Requestor's Name)

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PICK-UP WAIT MAIL

(Business Entity Name)

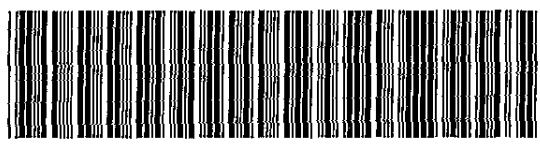
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J. BRYAN FEB 26 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Three Plus Two, LLC

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: *SL*

Date *2/26*

Time *11:30*

Name _____

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**ARTICLES OF ORGANIZATION OF
Three Plus Two, LLC**

ARTICLE I – Name:

The name of the Limited Liability Company is: Three Plus Two, LLC (the “Company”).

ARTICLE II – Address:

The mailing and street address of the principal office of the company is: 851 SE Monterey Commons Blvd., Stuart, Florida 34996.

ARTICLE III – Duration:

The period of duration for the Company shall be perpetual.

ARTICLE IV – Management:

The Company is to be managed by the managing members, the names and addresses of which are:

John W. Sullivan	Robert S. Kramer
851 SE Monterey Commons Blvd.	853 SE Monterey Commons Blvd.
Stuart, Florida 34996	Stuart, Florida 34996

ARTICLE V – Admission of Additional Members:

Members shall have the right to admit additional members as set forth in the Operating Agreement by and among the Company and its members, as amended from time to time, or as otherwise provided by the Florida Limited Liability Act.


ARTICLE VI – Members’ Rights to Continue Business:

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

MANAGING MEMBERS:



John W. Sullivan



Robert S. Kramer

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507 FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Three Plus Two, LLC
2. The address of the registered agent and office is: ROBERT S. KRAMER, 853 SE Monterey Commons Blvd., Stuart, Florida 34996.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.

By: 
Robert S. Kramer, Registered Agent

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