

L03 000009117

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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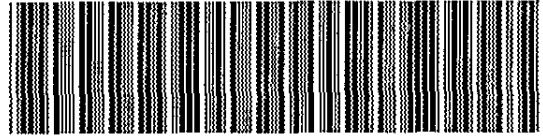
(Business Entity Name)

(Document Number)

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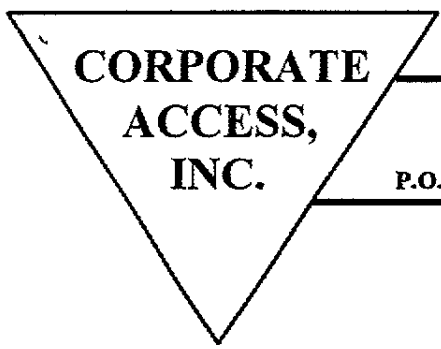
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1.) Monterey Development, LLC
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

ARTICLES OF ORGANIZATION
OF
MONTEREY DEVELOPMENT, LLC

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby;

ARTICLE I
NAME

The name of this limited liability company (the "Company") shall be MONTEREY DEVELOPMENT, LLC.

ARTICLE II
DURATION

Unless earlier terminated pursuant to the Act or the Operating Agreement (as defined in §608.402 (24) of the Act) of the Company, the period of its duration shall be perpetual.

ARTICLE III
ADDRESS

The mailing address and street address of the principal office of the Company shall be 1548 The Greens Way, Suite 4, Jacksonville Beach, FL 32250.

ARTICLE IV
REGISTERED AGENT

The address of the registered office of the Company shall be 1548 The Greens Way, Suite 4, Jacksonville Beach, FL 32250, and its initial registered agent at such office shall be Frank Treadwell.

ARTICLE V
ADDITIONAL MEMBERS

Additional members (as the term "member" is defined in § 608.402 (21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement of the Company.

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**ARTICLE VI
CONTINUATION OF BUSINESS**

The remaining members of the Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of the member or members in the Company as provided in the Act or the Operating Agreement of the Company.

**ARTICLE VII
MANAGEMENT OF THE COMPANY**

The Company will be managed by its members in accordance with and subject to the requirements of the Act and Operating Agreement of the Company. The name and address of the initial Managing Member (as defined in § 608.402 (20) of the Act), who shall serve as Managing Member until the first annual meeting of the members or until its successor is elected and qualifies, is as follows:

Paul Z. Fletcher
1548 The Greens Way, Suite 4
Jacksonville Beach, FL 32250

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IN WITNESS WHEREOF, the undersigned, a member of the Company, has executed these Articles of Organization on behalf of the Company in accordance with § 608.407 of the Act.

Dated this 11th day of March, 2003.



Paul Z. Fletcher, Managing Member

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN
FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

MONTEREY DEVELOPMENT, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates FRANK TREADWELL, as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 1548 The Greens Way, Suite 4, Jacksonville Beach, FL 32250.

Dated this 11th day of March, 2003.

MONTEREY DEVELOPMENT, LLC

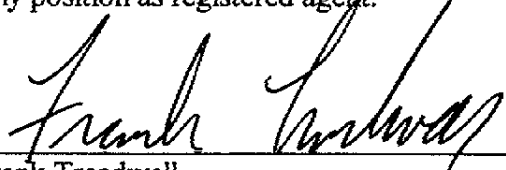
By: 

Paul Z. Fletcher, Managing Member

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Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.


Frank Treadwell