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FLORIDA BAR BOARD CERTIFIED
BUSINESS LITIGATION LAWYER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 15, 2003

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Florida Estate Development Company, LLC

Ladies/Gentlemen:

Enclosed are the Articles of Organization for Florida Estate Development Company, LLC. Please file the original articles and return a certified copy to me. I have enclosed this firm's check in the amount of \$155.00 for the filing fee, designation of agent, and certified copy.

Thank you for your service in this matter.

Sincerely,



Rodney L. Russell

Enclosures

ARTICLES OF ORGANIZATION
of
FLORIDA ESTATE DEVELOPMENT COMPANY, LLC
(A Florida Limited Liability Company)

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE 1: NAME

The name of the limited liability company shall be: FLORIDA ESTATE DEVELOPMENT COMPANY, LLC.

ARTICLE 2: PRINCIPAL OFFICE

The mailing address and street address of the principal office is 7208 Sandlake Road, Suite 207, Orlando, Florida 32819.

ARTICLE 3: RESIDENT AGENT

The name and address of the resident agent is Francisco J. Bonnemaïson, at 7208 Sandlake Road, Suite 207, Orlando, Florida 32819.

ARTICLE 4: MANAGEMENT

The company shall be managed by a manager or managers and is a manager-managed company.

ARTICLE 5: PURPOSE

The company may engage in any lawful business.

ARTICLE 6: DURATION

The company's existence shall be perpetual.

ARTICLE 7: POWERS

The company shall have all the powers authorized by law or statute.

ARTICLE 8: MEMBER LIABILITY

Members shall not be personally liable for the debts, obligations, or liabilities of the company.

ARTICLE 9: ADDITIONAL MEMBERS

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The company may admit additional members at any time and in any manner by the unanimous written consent of the members.

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TALLAHASSEE, FLORIDA

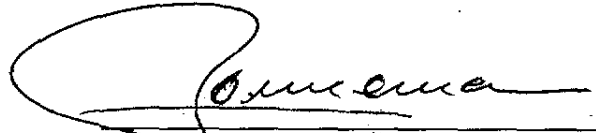
ARTICLE 10: AMENDMENT

The power to amend, alter or repeal these articles of organization shall be vested in the members. The articles of organization may be amended at any time and in any manner by the unanimous written consent of the members.

ARTICLE 11: CERTIFICATES

The company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the company. Certificates of Membership shall be signed by a manager of the company.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 14th day of May, 2003.

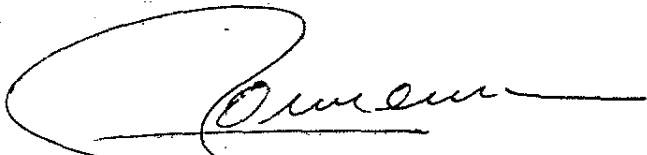


Francisco J. Bonnemaïson

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

THE UNDERSIGNED, having a business office identical to the registered office of the corporation named in the foregoing Articles of Organization, and having been designated as the Registered Agent in the foregoing Articles of Organization, is familiar with and accepts, the obligations of the position of Registered Agent under Section 608.415, Fla. Stat., and applicable Florida law.

Dated this 14th day of May, 2003.



Francisco J. Bonnemaïson, Registered Agent

rio.bonnemaïson/fla-devel/llc/organization.art