

FROM : JAY WATKINS
Division of Corporations

FAX NO. : 8636745

26 JUN 2003 12:54 PM

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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

FWD DEVELOPMENT COMPANY, LC

DIVISION OF CORPORATION

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OR

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**ARTICLES OF ORGANIZATION
OF
FWD DEVELOPMENT COMPANY, LC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **FWD DEVELOPMENT COMPANY, L.C. ("company")**.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 322 Gunnery Road S., Suite B, Lehigh Acres, Florida, 33971.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is: DOUGLAS B. FRANCIS, 322 Gunnery Road S., Suite B, Lehigh Acres, Florida, 33971

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and

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conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

DOUGLAS B. FRANCIS, 322 Gunnery Road S., Suite B, Lehigh Acres, Florida, 33971.
ALAN WILLIAMS, 322 Gunnery Road S., Suite B, Lehigh Acres, Florida, 33971.
GUADALUPE DELACRUZ, 322 Gunnery Road S., Suite B, Lehigh Acres, Florida, 33971

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NOTARY PUBLIC
STATE OF FLORIDA


IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at LaBelle, Hendry County, Florida, this _____ day of June, 2003.



DOUGLAS B. FRANCIS, Member

STATE OF FLORIDA
COUNTY OF HENDRY

Sworn to and subscribed before me this 26 day of June, 2003, by DOUGLAS B. FRANCIS, who is personally known to me or produced FL D.L. as identification.



Notary Public - State of Florida

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FROM : JAY WATKINS

FAX NO. : 18636754521

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EXHIBIT "A"

MEMBER	CAPITAL CONTRIBUTION	MEMBER'S INTEREST
Douglas B. Francis	\$333.33	33.33%
Alan Williams	\$333.33	33.33%
Guadalupe DeLaCruz	\$333.33	33.33%

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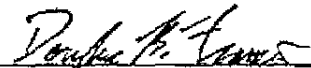
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHO PROCESS MAY BE SERVED**

That FWD DEVELOPMENT COMPANY, LLC, desiring to organize under the laws of the State of Florida, with its principal office located at 322 Gunnery Road, Suite B, Lehigh Acres, Florida, 33971, County of Lee, has named DOUGLAS B. FRANCIS, located at 322 Gunnery Road, Suite B, Lehigh Acres, Florida, 33971, County of Lee, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named limited liability company, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



DOUGLAS B. FRANCIS
Registered Agent

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