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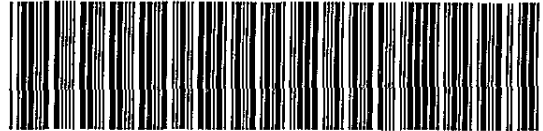
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUN 30 2003

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June 23, 2003

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Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

**IN RE: Articles of Organization
 H & H Enterprises of Venice, LLC**

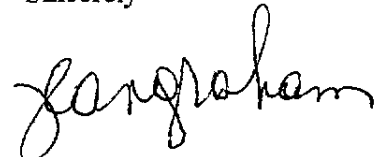
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TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find the Original and one (1) copy of the Articles of Organization and the Original and one copy of the Statement Designating Registered Agent and Office for **H & H ENTERPRISES OF VENICE, L.L.C.** Also enclosed is a check for \$125.00 for the filing fee.

Thank you for your assistance in this matter.

Sincerely



Jean Graham
Legal Assistant

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enclosures as stated herein

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**ARTICLES OF ORGANIZATION
H & H ENTERPRISES OF VENICE
L. L.C.**

The undersigned adopt the following Articles of Organization for the purpose of becoming a limited liability company under the Florida Limited Liability Company Act:

**ARTICLE I
Name**

The name of the limited liability company, referred to in these Articles as "Company," is H & H ENTERPRISES OF VENICE, L.L.C.

**ARTICLE II
Duration**

The company shall dissolve on December 31, 2033.

**ARTICLE III
Purpose**

The purpose for which Company is organized is to own, build, develop, operate and manage investment properties, as well as to transact any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE IV
Principal Address**

The address of Company's principal place of business in Florida is 2502 Northway Drive, Venice, Florida, 34292 and its mailing address is 2502 Northway Drive, Venice, Florida, 34292.

**ARTICLE V
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Jeffrey S. Hutchinson. The address of Company's registered office in Florida is 2502 Northway Drive, Venice, Florida, 34292.

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ARTICLE VI
Capital Contributions

The total amount of property contributions is \$250,000.00.

Contributions to the Company by each of the two initial members are as follows:

- (a) Jeffrey S. Hutchinson has made a property contribution of \$125,000.00
- (b) Randall L. Higel has made a property contribution of \$125,000.00.

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ARTICLE VII
Management

The company is to be managed by two managers. Each initial manager will serve until the first annual meeting of the members. The initial managers are identified as follows:

Jeffrey S. Hutchinson	2502 Northway Drive, Venice, FL 34292
Randall L. Higel	223 Lakeshore Drive, Nokomis, FL 34275

ARTICLE VIII
Admission of New Members

Members shall have the right to admit new members. Additional members may be admitted only on the unanimous written consent of existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX
Remaining Members

The remaining members of the company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE X
Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managers listed in Article VII.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability company Act, the undersigned has executed these Articles of Organization on this 23rd day of June, 2003, at Venice, Florida.

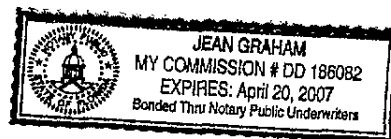

RANDALL L. HIGEL

STATE OF FLORIDA:
COUNTY OF SARASOTA:

Before me, the undersigned authority personally appeared RANDALL L. HIGEL who is known to me to be the person who executed the foregoing Articles of Organization and acknowledged before me that he made and subscribed the same for the purposes herein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 23rd day of June, 2003.


NOTARY PUBLIC/
STATE OF FLORIDA AT LARGE



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TALLAHASSEE, FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA:
COUNTY OF SARASOTA:**

Pursuant to the provisions of Section 608.415 and 608.407 (1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is H & H ENTERPRISES OF VENICE, L.L. C.

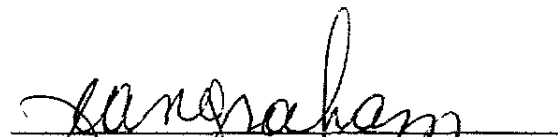
The name of the registered agent for H & H ENTERPRISES OF VENICE, L.L. C. is Jeffrey S. Hutchinson, and the street address of the company's principal office is 2502 Northway Drive, Venice, Florida, 34292.

This statement is to acknowledge that, as indicated above, H & H ENTERPRISES OF VENICE, L.L.C., has appointed me, JEFFREY S. HUTCHINSON, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 23rd day of June, 2003.


Jeffrey S. Hutchinson

The foregoing instrument was acknowledged before me this 23rd day of June, 2003, by Jeffrey S. Hutchinson, agent on behalf of H & H Enterprises of Venice, L.L.C., a limited liability company. He is personally known to me.


**NOTARY PUBLIC/
STATE OF FLORIDA AT LARGE**

