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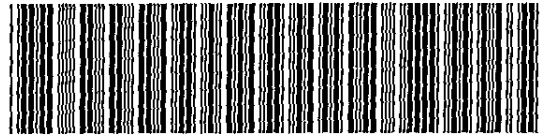
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SECRET
TALLAHASSEE, FLORIDA

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July 10, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Plaisted Properties 3401, L.L.C.

Dear Sir/Madam:

Enclosed please find for filing the original Articles of Organization for Plaisted Properties 3401, L.L.C., along with one copy of the Articles and payment in the amount of \$155.00 for the filing fees and one (1) certified copy.

Should you have any questions or need additional information, please do not hesitate to contact me.

Very truly yours,

TEW, BARNES & ATKINSON, L.L.P.


Kyle A. Roberts, Paralegal

/kar
pc: Plaisted Properties 3401 (without enclosure)

ARTICLES OF ORGANIZATION
OF
PLAISTED PROPERTIES 3401, L.L.C.

The undersigned persons, acting as the organizers of PLAISTED PROPERTIES 3401, L.L.C. (the "Company") under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopt the following Articles of Organization: —

ARTICLE I. NAME AND ADDRESS

The name, mailing address and street address of the principal place of business of the Company is: PLAISTED PROPERTIES 3401, L.L.C.; mailing address: Box 100, Knife River, Minnesota 55609; and, street address of principal place of business: 918 West Bay Road, Two Harbors, Minnesota 55616.

ARTICLE II. COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the Company will commence upon the filing of these Articles, and the existence of the Company will continue for thirty (30) years from the date of filing.

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TALLAHASSEE, FLORIDA

ARTICLE III. PURPOSE

The Company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Act.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Company is: 2905 Bayshore Blvd., Suite 200, Tampa, Florida 33629, and the name of the Company's initial registered agent at that address is ROBERT L. BARNES, JR. —

ARTICLE V. INITIAL CAPITAL CONTRIBUTION

The total amount of cash or property to be initially contributed to the Company by its members shall be as follows:

<u>Name of Member</u>	<u>Contribution</u>
RICK PLAISTED	\$102.00
MARCUS PLAISTED	\$98.00

ARTICLE VI. ADDITIONAL CAPITAL CONTRIBUTIONS

The members shall make additional capital contributions, from time to time, as required by the Company's regulations.

ARTICLE VII. ADMISSION OF SUBSTITUTE OR ADDITIONAL MEMBERS

Additional or substitute members may be admitted only upon the unanimous written approval of the members of the Company in a manner set forth in its regulations.

ARTICLE VIII. MANAGEMENT OF COMPANY

The business of the Company shall be managed by a manager who shall be elected annually by the members of the Company in a manner set forth in the regulations. The manager shall have the power and authority to act on behalf of the Company as provided in the Florida Limited Liability Company Act, including, specifically, without limitation, Section 608.404, Section 608.424(1), and Section 608.425, and shall also hold the offices and have the responsibilities accorded by the members which are more particularly described in its regulations and any other agreement that may be entered into between the members and the manager. The name and address of the initial manager

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TALLAHASSEE, FLORIDA

are as follows:

RICK PLAISTED
Box 100
Knife River, Minnesota 55609

The manager shall serve in that capacity until the first annual meeting of members or until his successor is elected and qualified.

ARTICLE IX. REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company is vested exclusively in the members of the Company.

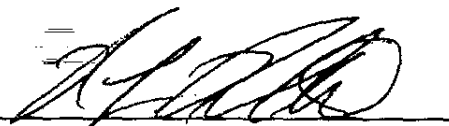
ARTICLE X. ORGANIZER

The name and street address of the Organizer executing these Articles of Organization is:
RICK PLAISTED, Box 100, Knife River, Minnesota 55609.

ARTICLE XI. AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by all of the members, shall be as prescribed by the Secretary of State of the State of Florida and shall be sworn and subscribed to by all of the members of the Company. In the event that a new member is added by such an amendment, it also shall be signed by the additional member.

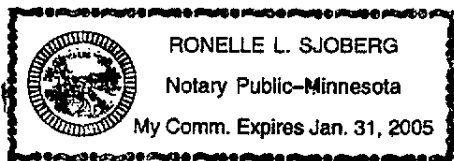
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this
24th day of June, 2003.


RICK PLAISTED

STATE OF MINNESOTA
COUNTY OF Lake

The foregoing Articles of Organization were acknowledged before me this 24 day of June,

2003, by RICK PLAISTED who is personally known to me or who produced
mn Drivers License as identification and who did not take an oath.



Ronelle Sjoberg
Ronelle Sjoberg, Notary Public
State of Minnesota
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415 or 608.507, Florida Statutes, the following is submitted:

That PLAISTED PROPERTIES 3401, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 2905 Bayshore Blvd., Suite 200, Tampa, FL 33629, has named ROBERT L. BARNES, JR., as its agent to accept service of process within the State of Florida.

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

DATED this 7th day of ^{July}~~June~~, 2003.

Robert L. Barnes, Jr.
ROBERT L. BARNES, JR.

Rick Plaisted
RICK PLAISTED
(In accordance with Section
608.408(3), Florida Statutes,
the execution of this document
constitutes an affirmation under
the penalties of perjury that the
facts stated herein are true)