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DIVISION OF CORPORATION

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B/K



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 0721000000032

REFERENCE : 205679 4383491

AUTHORIZATION :

COST LIMIT : \$ 125.00

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TALLAHASSEE, FLORIDA

ORDER DATE : August 14, 2003

ORDER TIME : 12:15 PM

ORDER NO. : 205679-005

CUSTOMER NO: 4383491

CUSTOMER: Timothy H. Kenney, Esq
Timothy H. Kenney, P.a.

Suite B
120 Butler Street
West Palm Beach, FL 33407

DOMESTIC FILING

NAME: WARD CAPITAL MANAGEMENT,
L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION OF
WARD CAPITAL MANAGEMENT, L.L.C.**

ARTICLE I

Name

The name of the limited liability company ("Company") is:

WARD CAPITAL MANAGEMENT, L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 1750 Hill Avenue, West Palm Beach, FL 33407.

ARTICLE III

Duration

The period of duration for the Company is thirty (30) years, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of Company's initial registered agent in Florida is TIMOTHY H. KENNEY. The address of Company's registered office in Florida is 120 Butler Street, Suite B, West Palm Beach, Florida 33407.

ARTICLE V

Management

The Company is to be managed by one manager. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows:

PETER WARD

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

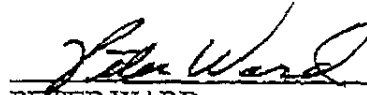
Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the 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 VII

The remaining members of the Company have the right to 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 Company. The business may be continued only on the written consent of the remaining member(s).

IN WITNESS WHEREOF, I have executed these Articles of Organization on this
11th day of August, 2003.


PETER WARD Member

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STATE
FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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STATE OF FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

WARD CAPITAL MANAGEMENT, L.L.C.

2. The name and the Florida Street address of the registered agent are:

TIMOTHY H. KENNEY

120 Butler Street, Suite B

West Palm Beach, FL 33407

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.



TIMOTHY H. KENNEY