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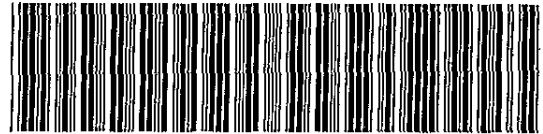
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JOHN P. MARTIN, P.A.

401 S. LINCOLN AVE
CLEARWATER, FL 33756

ATTORNEY & COUNSELOR AT LAW
LL.M IN TAXATION
Real Property
Estate Planning
Business & Corporate Law

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VIA: FEDERAL EXPRESS

August 14, 2003

STATE OF FLORIDA
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Filing Articles of Organization for: **Gulf Winds, L.L.C.**

To Whom it May Concern,

Please file the enclosed Articles of Organization for the above referenced company. Please find a check in the amount of (\$125.00) for the filing fee.

Please send the filed articles back to my office as soon as possible.

Do not hesitate to contact our office should you have questions or concerns.

Thank you,

John P. martin
JPM/dmk
Enclosure

FILED
03 AUG 15 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

GULF WINDS, L.L.C.

a Florida Limited Liability Company

**ARTICLE I
NAME**

The name of this Limited Liability Company is GULF WINDS, L.L.C. (the "Company").

**ARTICLE II
PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III
ADDRESS**

The street address of the Company's principal place of business and mailing address is 401 S. Lincoln Ave., Clearwater, Florida 33626.

**ARTICLE IV
DURATION**

The Company's existence shall commence upon filing with the Secretary of State and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

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FLORIDA

ARTICLE V MANAGEMENT

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI MEMBERS

The names and addresses of the initial members are as follows:

Wilson, Ford & Lovelace, P.A.
401 S. Lincoln Ave.
Clearwater, Florida 33756

ARTICLE VII ADMISSION OF NEW MEMBERS

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

ARTICLE VIII CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION AND MEMBER VOTING

A. Initial Contributions. The total amount of cash or property to be initially contributed by each of the initial members of the of the Company is as follows:

| <u>Name</u> | <u>Amount</u> | <u>Percentage</u> |
|-------------------------------|---------------|-------------------|
| Wilson, Ford & Lovelace, P.A. | \$100.00 | 100% |

B. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

C. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

D. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE IX ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

ARTICLE X AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

ARTICLE XI INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 401 S. Lincoln Ave., Clearwater, Pinellas County, Florida, 33756. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as WILLIAM K. LOVELACE. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

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AUG 15 AM 8:00
CLERK OF DISTRICT COURT
PINELLAS COUNTY FLORIDA

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 14th day of August, 2002.

AUTHORIZED REPRESENTATIVE
OF WILSON, FORD & LOVELACE, P.A.:


William K. Lovelace, ESQUIRE

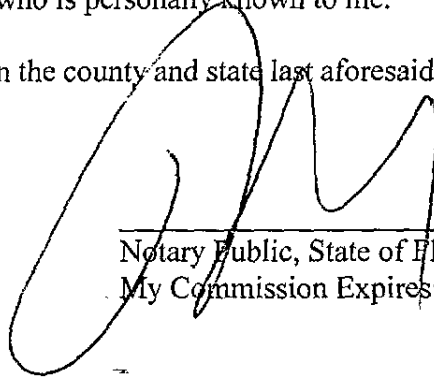
STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 14th day of August, 2003, by William K. Lovelace, acting by and through Wilson, Ford & Lovelace, P.A., as Authorized Representative of GULF WINDS, L.L.C., who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.



John P. Martin
Commission # CC 938248
Expires June 9, 2004
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public, State of Florida
My Commission Expires:

03 AUG 15 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

William K. Lovelace, Esquire
401 S. Lincoln Ave.
Clearwater, Florida 33756

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)
WILLIAM K. LOVELACE, ESQUIRE

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03 AUG 15 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA