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Division of Corporations

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

CED Capital Holdings 2004 A, L.L.C.

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ARTICLES OF ORGANIZATION

OF

CED CAPITAL HOLDINGS 2004 A, L.L.C.

The undersigned, acting as the organizer of CED CAPITAL HOLDINGS 2004 A, L.L.C. under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is CED CAPITAL HOLDINGS 2004 A, L.L.C. (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is 1551 Sandspur Road, Maitland, Florida 32751.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The Company is to be managed by Managers and the names and addresses of the initial Managers are:

<u>Name</u>	<u>Address</u>
Jay P. Brock	1551 Sandspur Road Maitland, Florida 32751

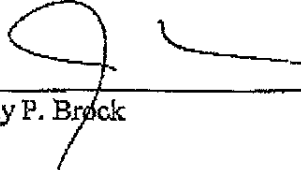
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ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all the then existing Members of the Company.

IN WITNESS WHEREOF, the undersigned Managers have executed these Articles of Organization as of this 11th day of September, 2003.

MANAGERS:



Jay P. Brock

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

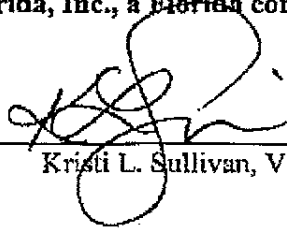
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is **CED CAPITAL HOLDINGS 2004 A, L.L.C.**
- 2. The name and address of the registered agent and office is:

**B&C Corporate Services of Central Florida, Inc., a Florida corporation
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801**

Having been designated as the Registered Agent for **CED CAPITAL HOLDINGS 2004 A, L.L.C.**, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability company, and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in Chapter 608, Florida Statutes.

B&C Corporate Services of Central Florida, Inc., a Florida corporation

By: 

Kristi L. Sullivan, Vice President

Dated this 11th day of September, 2003.

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