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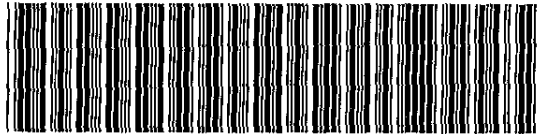
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK

Hopping Green & Sams

Attorneys and Counselors

October 10, 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Via Hand Delivery

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

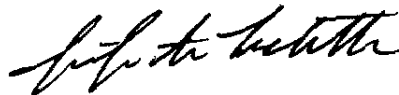
Re: Corporate Filing for T. Henry Development Co., L.L.C.

Dear Division of Corporations:

Enclosed please find the Articles of Organization for establishment of the T. Henry Development Co., L.L.C. We have also enclosed a check in the amount of one hundred and thirty (\$130.00), which represents the fees associated with the registration of a new Florida LLC (\$125.00) as well as costs associated with obtaining a Certificate of Status (\$5.00). In order to meet pending contractual obligations, we need to have the certificate of status today if possible and would appreciate any assistance you can provide us in that regard.

Thank you for your assistance with this matter.

Sincerely,



Jennifer A. Tschetter

Enclosures

**ARTICLES OF ORGANIZATION FOR
T. HENRY DEVELOPMENT CO., L.L.C.,
a Florida Limited Liability Company**

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**ARTICLE I
Name**

The name of the limited liability company ("Company") is T. Henry Development Co., L.L.C.

**ARTICLE II
Address**


The mailing and street address of the Company's principal office is: 12899 Emerald Coast Parkway, Suite 111-A, Destin, Florida, 32550.

**ARTICLE III
Duration**

The Company shall begin existence upon the filing of these Articles of Organization with the Florida Department of State. The Company shall have perpetual existence.

**ARTICLE IV
Registered Agent and Office**

The name and address of the Company's registered agent in Florida is: Gary K. Hunter, Jr., 123 South Calhoun Street, Tallahassee, Florida, 32301. By signing below, the registered agent accepts such responsibility. The address of the Company's principal office is: 12889 Emerald Coast Parkway, Suite 111-A, Destin, Florida, 32550.



Gary K. Hunter Jr.

Prepared by:
Gary K. Hunter, Jr.
Florida Bar Number: 949779
Hopping Green & Sams, P.A.
P.O. Box 6526
Tallahassee, Florida 32314
(850) 222-7500 - Telephone
(840) 224-8551 - Facsimile

**ARTICLE V
Management**

The management of the Company is vested in Managers who may or may not be Members of the Company. Each Manager will serve until the first annual meeting of the Members or until his/her successor is elected and qualified. Initially, there shall be only one Manager of the company. The initial Manager of T. Henry Development Co., L.L.C. is:

Thomas B. Henry, Jr.
12889 Emerald Coast Parkway, Suite 111-A
Destin, Florida 32550

No Member who is not a Manager has any authority to act for, or to undertake or assume any obligation, debt, duty or responsibility on behalf of any other Member or the Company.

**ARTICLE VI
Admission of New Members**

The members may admit to the Company additional member(s) to share in the profits, losses, available cash flow, and ownership of assets of the Company on such terms as are determined by members then holding a majority interest in the Company. Admission of any additional member(s) requires the written consent of all members. Any such additional members will be allocated gain, loss, income, or expense by the method provided in the Company's Operating Agreement.

**ARTICLE VII
Continuation of Business**

The death, retirement, resignation, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company shall not dissolve the Company.

**ARTICLE VIII
Amendment of the Articles**

These Articles may be altered, amended, or repealed in whole or in part by vote of members then holding seventy percent (70%) of the total interest in the Company, provided that any such changes shall be consistent with the laws of Florida which define, limit or regulate the powers of the Company or the members of the Company. An amendment shall become and be taken as part of these Articles of Organization upon its filing with the Florida Department of State.

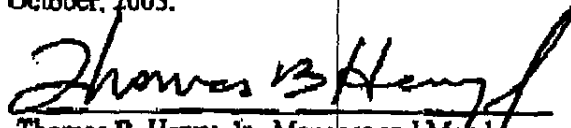
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**ARTICLE IX
Indemnity**

To the fullest extent permitted by the Laws of Florida, as the same may be from time to time amended, but subject to all restrictions set forth therein, the Company shall indemnify, hold harmless, and advance expenses to any person, his or her heirs, personal representative, executor, administrator or guardian who was or is a party to any proceeding, as defined in the statutes, by reason of the fact that he or she was a member or manager of the Corporation, against liability as defined in the Operating Agreement, expenses as defined in the Operating Agreement and amounts paid in settlement incurred in connection with such proceeding, including any appeal thereof.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization on this 10th day of October, 2003.



Thomas B. Henry, Jr., Manager and Member
of T. Henry Development Co., L.L.C.,
Destin, Florida