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Fax Number : (850) 205-0383

From: Account Name : COBB & COLE
Account Number : I20030000050
Phone : (386) 255-1811
Fax Number : (386) 238-7003

LIMITED LIABILITY COMPANY

Lipton Properties, LLC

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DIVISION OF CORPORATIONS

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ARTICLES OF ORGANIZATION

OF

LIPTON PROPERTIES, LLC

A Florida Limited Liability Company

ARTICLE 1

NAME

The name of this Limited Liability Company is: Lipton Properties, LLC

ARTICLE 2

DURATION

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE 3

PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing and the street address of the principal office of the limited liability company is 1704 John Anderson Drive, Ormond Beach, Florida 32176. The name and address of the initial registered agent of the limited liability company is Palmetto Charter Services, Inc., 150 Magnolia Ave., Daytona Beach, FL 32114.

ARTICLE 4

MANAGEMENT

The company is to be a manager-managed company. The names and addresses of its Managers are:

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Richard Lipton
1704 John Anderson Drive
Ormond Beach, Florida 32176

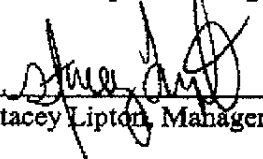
Stacey Lipton
1704 John Anderson Drive
Ormond Beach, Florida 32176

At any time while there is more than one Manager, each Manager shall have the authority to act on behalf of the Company without the consent of the other Managers.

IN WITNESS WHEREOF, the undersigned members/managers do hereby execute and acknowledge these articles of organization this 3rd day of October, 2003.



Richard Lipton, Manager



Stacey Lipton, Manager

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TALLAHASSEE, FLORIDA

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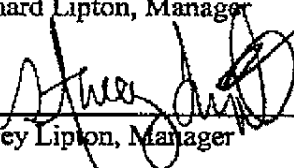
CERTIFICATE DESIGNATING REGISTERED

AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 608.415 Florida Statutes, Lipton Properties, LLC hereby designates PALMETTO CHARTER SERVICES, INC., 150 Magnolia Ave., Daytona Beach, FL 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.



Richard Lipton, Manager

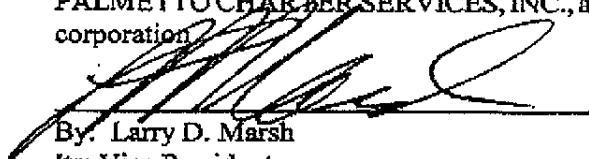


Stacey Lipton, Manager

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of Lipton Properties, LLC for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC., a Florida corporation



By: Larry D. Marsh
Its: Vice President

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