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LIMITED LIABILITY COMPANY

SARAH BROWN PROPERTIES, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
SARAH BROWN PROPERTIES, LLC**

The undersigned, acting as organizer of a limited liability company under the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this limited liability company is SARAH BROWN PROPERTIES, LLC, and its principal office is located at 1823 E. La Rua Street, Pensacola, Florida 32501 and its mailing address is the same.

ARTICLE II

DURATION

The existence of this limited liability company shall be perpetual, commencing upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III

PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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Kramer A. Litvak
Litvak Beasley & Wilson, LLP
220 W. Garden Street, Suite 606
Pensacola, Florida 32501
(850) 432-9818
FL Bar No.:0965881

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ARTICLE IV**MANAGEMENT**

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial managers, who shall serve until the earlier of their death, resignation, replacement or until the first annual meeting of members and her successor is elected and shall qualify, shall be:

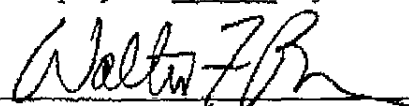
SARAH S. BROWN

WALTER F. BROWN

ARTICLE V**INITIAL REGISTERED OFFICE AND AGENT**

The street address of this limited liability company's initial registered office 1823 E. La Rua Street, Pensacola, Florida 32501, and the name of this limited liability company's initial registered agent is WALTER F. BROWN.

IN WITNESS WHEREOF, the undersigned member and authorized agent has executed these Articles of Organization for this limited liability company this 19th day of NOVEMBER, 2003.


WALTER F. BROWN
Authorized Agent

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

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICER/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is:

SARAH BROWN PROPERTIES, LLC

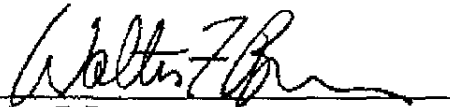
2. The name and address of the registered agent and office is:

Walter F. Brown
1823 E. La Rua Street
Pensacola, FL 32501

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.

NOVEMBER 19 2003

(Date)



Walter F. Brown

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