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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : ~~359803~~ 80856A

AUTHORIZATION : *Patricia Pignata*

COST LIMIT : \$ 155.00

ORDER DATE : December 15, 2003

ORDER TIME : 2:14 PM

ORDER NO. : 359803-005

CUSTOMER NO: 80856A

CUSTOMER: Harry O. Hendry, Esq
The Hendry Law Firm, P.a.

2242 Main Street

Fort Myers, FL 33901

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DIXIE COUNTY CORPORATIONS
TALLAHASSEE, FLORIDA

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NAME: LYNNELL II, L.L.C.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
LYNNELL, II, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Lynnell, II, L.L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be 999 Caxambas Drive, Marco Island, FL 34145.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Harry O. Hendry, Esquire, at 2242 Main Street, Fort Myers, FL 33901.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least one remaining member

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ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Lynne W. Washburn, as Trustee of the Lynne Waddell Washburn Revocable Trust Agreement dated May 21, 2002, 999 Caxambas Drive, Marco Island, FL 34145.

IN WITNESS WHEREOF, the undersigned organizer(s) have made and subscribed these Articles of Organization at Fort Myers, Florida on this 12 day of December, 2003.

Lynne W. Washburn
Organizer/Member Lynne W. Washburn,
as Trustee of The Lynne Waddell
Washburn Revocable Trust Agreement
Dated May 21, 2002

STATE OF FLORIDA
COUNTY OF LEE

Sworn to and subscribed before me this 12 day of December, 2003,
by Lynne Waddell Washburn, who is personally known to me or who produced personally known as identification.

Harry O. Hendry
Notary Public - State of Florida
Print Name HARRY O. HENDRY
Commission No. _____
My Commission Expires: _____



Harry O. Hendry
MY COMMISSION # DD092197 EXPIRES
March 20, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

12/15/2003 MON 11:30 FAX 1 239 332 5121

EXHIBIT "A"

Member

Lynne Waddell Washburn

Contribution

\$ 1,000

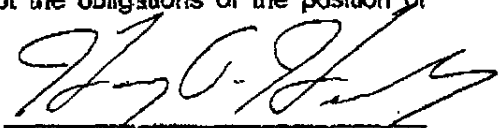
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3: TIME

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Lynnell, II, L.L.C., a Florida Limited Liability Company, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.


Harry O. Hendry, Esquire
Registered Agent

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