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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STEPHEN G. MARTIN, ESQUIRE
Attorney at Law

43 West Granada Boulevard
Ormond Beach, Florida 32174
(386) 323-6100
Facsimile (386) 323-6103

November 18, 2003

Division of Corporations
Registrations
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
DEC 31 PM 5:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: New Heritage Development Partners, L.L.C. / New Corporate Filing.

Dear Sir or Madam:

Please find enclosed for filing, the original as well as a copy of the Articles of Organization for the above-named limited liability company. Also, please find enclosed a check in the amount of one hundred twenty-five and 00/100 dollars (\$125.00) to cover the filing fees. If you have any questions or comments, please do not hesitate to contact my office. Thank you.

Sincerely,


Stephen G. Martin

ARTICLES OF ORGANIZATION
OF
NEW HERITAGE DEVELOPMENT PARTNERS, L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby executes the following Articles of Organization.

I. NAME. The name of the limited liability company shall be: **New Heritage Development Partners, L.L.C.** ("Company").

II. ADDRESS. The street address of the principle office of the Company and the mailing address shall be 43 West Granada Boulevard, Ormond Beach, Florida 32174.

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 terminate not later than December 31, 2020, unless the Company is earlier dissolved as provided in these Articles of Organization.

IV. REGISTERED OFFICE AND AGENT. The name of the registered agent of the Company in the State of Florida is Stephen G. Martin, and the street address of the registered office of the Company is 43 West Granada Boulevard, Ormond Beach, Florida 32174.

V. CAPITAL CONTRIBUTIONS. The Members of the Company shall contribute to the initial capital of the Company cash or property.

VI. ADDITIONAL CAPITAL CONTRIBUTIONS. Each Member shall make additional capital contributions to the Company only upon the unanimous consent of all the Members.

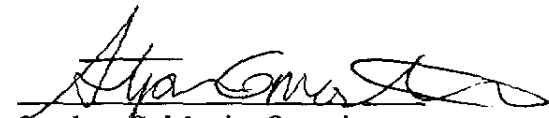
VII. ADMISSION OF NEW MEMBERS. No additional Members shall be admitted to the Company without the written consent of a super majority of the Members of the Company and upon such terms and conditions as shall be determined by all the Members. A Member may transfer his, her or its interest in the Company 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 the required super majority of the Members of the Company, other than the Member proposing to dispose of his, her or its interest, approves of the proposed transfer by written consent. For purposes of this Article VII,

super majority means not less than seventy-five percent (75%) of the Company's membership interests eligible to vote at a membership meeting.

VIII. TERMINATION OF EXISTENCE. The Company shall be dissolved upon the death, bankruptcy, or dissolution of a Member or manager, or upon the occurrence of any other event that terminates the continued membership of a Member in the Company. However, the business of the Company may be continued by the consent of all the remaining Members.

IX. MANAGEMENT. The Company shall be managed by the Members in accordance with regulations adopted by the Members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this 10th day of October, 2003.


Stephen G. Martin, Organizer