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To:

Division of Corporations
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From:

Account Name : WILLIAMSON, DIAMOND & CATON, P.A.
Account Number : 074403003061
Phone : (727)398 -3600
Fax Number : (727)393 -5458

LIMITED LIABILITY COMPANY
CAPSTONE PROPERTY DEVELOPMENT, LLC

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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION**OF****CAPSTONE PROPERTY DEVELOPMENT, LLC**

1. The name of the Limited Liability Company: CAPSTONE PROPERTY DEVELOPMENT, LLC

2. The nature of business to be transacted or the purpose to be promoted or carried out by the limited liability company as follows:

"The purpose of the Limited Liability Company is to engage in any lawful act or activity for which the limited liability companies may be formed under the Limited Liability Company Act of the State of Florida (the "Act"), except (a) rendering "professional services" as defined in the Act; and (b) transacting the business of an insurance company or a surety or indemnity company. Except as expressly provided, the foregoing statement is not intended to limit or restrict in any manner the exercise of all powers conferred upon the Limited Liability Company by the Act."

3. The principal office address is: 524 39th Street North, St. Petersburg, Florida, 33703.

4. Name and address(s) of statutory agent: KEVIN R. CARR.

Residence Address: 524 39th Street North, St. Petersburg, Florida 33703.

Business Address: 524 39th Street North, St. Petersburg, Florida, 33703.

5. Unless dissolved earlier, the Company will dissolve automatically on December 31, 2023. Except for prior amendment to this Article III, no act by the Company or its members can avoid that dissolution.

6. The business and affairs of the Limited Liability Company will be managed by two (2) Managers, namely: KEVIN R. CARR,

Residence Address: 524 39th Avenue North, St. Petersburg, Florida, 33703

WILLIAMSON, DIAMOND & CATON, P.A.

9075 SKATINOLE BOULEVARD
SEMINOLE, FL 33772

150 2ND AVENUE NORTH
SUITE 840
ST. PETERSBURG, FL 33701

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Business Address: 524 39th Avenue North, St. Petersburg, Florida, 33703

and RON C. BRADLEY,

Residence Address: 5815 33rd Avenue North, St. Petersburg, Florida, 33709.Business Address: 524 39th Avenue North, St. Petersburg, Florida, 33703

7. The remaining members of the Limited Liability Company may continue this business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution, of any of its initial members or the occurrence of any other event which terminates the continued membership of any member in the Limited Liability Company, provided the continuation of the business is agreed to and agreed to in writing by all of the remaining members.

Dated: January 16th, 2004.

Kevin R. Carr (SEAL)
KEVIN R. CARR

R. C. Bradley (SEAL)
RON C. BRADLEY

Thomas R. Beam (SEAL)
THOMAS R. BEAM

ACCEPTANCE BY STATUTORY AGENT

Having been named, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Statutes.

Dated this 16th day of January, 2004.

Kevin R. Carr
KEVIN R. CARR

WILLIAMSON, DIAMOND & CATON, P.A.9075 SEMINOLE BOULEVARD
SEMINOLE, FL 33772150 2ND AVENUE NORTH
SUITE 640
ST. PETERSBURG, FL 33701

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