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W04-892

ROBERT B. WALLACE

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December 23, 2003

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Please find enclosed articles of Organization. I have enclosed \$155.00
for fees including a certified copy.

Yours Truly,



Robert Wallace

RBW/dlc



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 8, 2004

ROBERT B WALLACE
3805 UNIVERSITY BOULEVARD WEST
JACKSONVILLE, FL 32217

SUBJECT: MORNING STAR PROPERTY INVESTMENTS, LLC
Ref. Number: W04000000892

We have received your document for MORNING STAR PROPERTY INVESTMENTS, LLC and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$76.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 804A00001242

ARTICLES OF ORGANIZATION
OF
MORNING STAR PROPERTY INVESTMENTS, LLC

The undersigned is a natural person competent to contract and hereby forms a Limited Liability Company under the Florida Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this Limited Liability Company is MORNING STAR PROPERTY INVESTMENTS, LLC and its principal office is located at and its mailing address is 2813 Thomas Court, Orange Park, Florida 32065.

ARTICLE II. DURATION

This Limited Liability Company shall exist for a period of thirty years beginning on January 1, 2004.

ARTICLE III. PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. POWERS

This Limited Liability Company shall have all and singular the following powers:

To invest the funds of the Limited Liability Company in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of the Limited Liability Company's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, corporation, or Limited Liability Company, and to carry on any business which this Limited Liability Company has the direct or incidental authority to pursue.

To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a thrift and savings plan, or (4) other retirement or incentive compensation plan.

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Limited Liability Company enumerated in these Articles of Organization, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Limited Liability Company.

To have, in furtherance of the organization's purpose, all of the powers conferred upon Limited Liability Companies organized under the Florida Limited Liability Company Act subject to any limitations contained in these articles of organization.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members in proportion to their contributions to the capital of the Limited Liability Company as adjusted from time to time to properly reflect any additional contributions or withdrawals by members.

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

ARTICLE VII. MEMBERS RIGHT TO CONTINUE BUSINESS

The remaining members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company. Such right shall be exercised by the written consent of all remaining members within 90 days after the date of occurrence of any event which terminates this Limited Liability Company.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Limited Liability Company is 2813 Thomas Court, Orange Park, Florida 32065 and the name of the initial registered agent of this Limited Liability Company at that address is Houston E. Tindell. The members shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE IX. REGULATIONS

The members of this Limited Liability Company shall have the sole power to adopt, amend or repeal regulations for the management of this Limited Liability Company.

ARTICLE X. AMENDMENT

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned member has executed these
Articles of Organization on December 22, 2003.

Houston E. Tindell
Houston E. Tindell

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 AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA

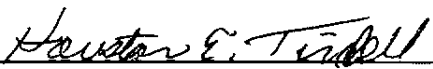
1. The name of the Limited Liability Company is MORNING STAR PROPERTY INVESTMENTS LLC
2. The name and address of the registered agent and office is:

Houston E. Tindell

located at: 2813 Thomas Court
 Orange Park, Florida 32065

ACKNOWLEDGEMENT:

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.



Houston E. Tindell