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GARLICK, STETLER & PEEPLES LLP
ATTORNEYS AT LAW

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

5551 RIDGEWOOD DRIVE, SUITE 101
NAPLES, FLORIDA 34108-2718
TELEPHONE: (239) 597-7088
FACSIMILE (239) 597-6984

E-MAIL: TGARLICK@GARLAW.COM

March 8, 2004

VIA FEDERAL EXPRESS

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Capstone Real Estate Services, LLC

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization for the above-referenced entity. Please file the original and return the date stamped copy to me at your earliest convenience.

Our client's check in the amount of \$125.00 is attached to the filing which represents the required filing fee. If you have any questions or need additional information, please feel free to contact me.

Very truly yours,



Thomas B. Garlick

TBG/jpw
Enclosures

cc: Mr. August W. Rocco, Sr.

Signed by Mr. Garlick's assistant
in his absence to avoid delay.

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**ARTICLES OF ORGANIZATION
OF
CAPSTONE REAL ESTATE SERVICES, LLC**

1. Name. The name of this limited liability company is Capstone Real Estate Services, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 3376 Woods Edge Circle, Bonita Springs, Florida 34134.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Thomas B. Garlick, Esq.. The street address of the initial registered agent of the Company is: c/o Garlick, Stetler & Peeples, LLP, 5551 Ridgewood Drive, Suite 101, Naples, Florida 34108.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Management of the Company. The Company shall be managed by one or more if its members in accordance with the operating agreement adopted by all of the members. The name and address of the initial managing member, who shall serve until the first annual meeting of the members or until his successor is elected and qualified, is:

August W. Rocco, Sr.
1850 Tiller Terrace
Naples, Florida 34102

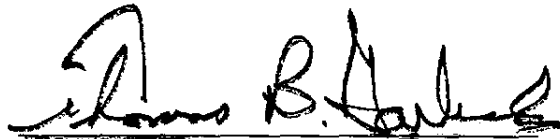
The undersigned executed these Articles of Organization effective as of the 8 day of March, 2004.


August W. Rocco, Sr., Member

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Thomas B. Garlick, Registered Agent

Dated: March 8, 2004.

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