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Account Name : PHOENIX LAW PARTNERS, P.A.
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Meek's Landing & Partners LLC

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
For a Domestic Limited Liability Company

Pursuant to the laws of the State of Florida, to wit Chapter 608 of the 2001 Florida Statutes, the undersigned executes the following articles ("Articles") for purposes of forming a limited liability company ("the Company"):

ARTICLE I

The name of the limited liability company is:

Meek's Landing & Partners LLC

ARTICLE II

The principal office will be located at:

1827 Southeast 15th Terrace, in the City of Cape Coral, in the County of Lee, State of Florida.

The mailing address is:

1827 Southeast 15th Terrace, Cape Coral, Florida 33990.

ARTICLE III

The initial registered agent is:

Charles PT Phoenix, Esq.

Service of process may be made on the registered agent at:

12697 New Brittany Boulevard, Fort Myers, Florida 33907.

ARTICLE IV

The Company may engage in any activity permitted by the Florida Limited Liability Company Act, as well as the other laws of the State of Florida, subject always to limitations of all other jurisdictions in which the Company acts.

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ARTICLE V

The Company will adopt an operating agreement that conforms to these Articles by unanimous consent of the initial members ("Operating Agreement"). The Operating Agreement will always be construed to conform to these Articles or, if any paragraph or section of the Operating Agreement cannot be reasonably construed to conform to these Articles, each offensive paragraph and/or section of the Operating Agreement will be stricken as if it had never been adopted into the Operating Agreement so that the Operating Agreement conforms to these Articles. The Operating Agreement will otherwise be amendable and/or address matters not specifically precluded by these Articles. This Article controls all contradictory provisions of the other Articles, if any.

ARTICLE VI

The Company will act under the direction of the Members, always pursuant to these Articles and the Operating Agreement.

ARTICLE VII

The membership interests in the Company will be of one class, each membership interest maintaining voting rights proportional to the Member's membership interest. Equity, profits and losses will be allocated and distributed in accordance with the Operating Agreement.

Except because of the provisions governing the admittance of new Members by unanimous vote, each Member will have preemptive rights to purchase membership interests in cash pro rata based on the Member's proportional voting rights pursuant to any offering by the Company.

The membership interests will have no further rights or preferences other than those specifically mandated by the Florida Limited Liability Company Act or as otherwise specified in these Articles or the Operating Agreement.

The membership interests will have no other limitations other than those specifically mandated by the Florida Limited Liability Company Act or as specified in these Articles or the Operating Agreement.

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ARTICLE VIII

The Company will exist in perpetuity, unless dissolved pursuant to the Florida Limited Liability Company Act or as provided in the Operating Agreement.

ARTICLE IX

All documents evidencing membership interests will clearly bear legends indicating that the membership interests are issued subject to restrictions on transferability, in reliance upon the existence of exemptions from federal and state securities laws, and with other rights, limitations, preferences and elections as expressed in these Articles.

ARTICLE X

Additional Members may be admitted to the Company upon the unanimous vote of all of the Members of the Company.

ARTICLE XI

The Articles may only be amended, superceded, or repealed upon the unanimous vote, or unanimous, written, affirmative consent, of all of the Members.

ACKNOWLEDGMENT

I, an authorized representative of the Company, and without personally assuming or ratifying any prior contracts or promises made on behalf of the Company by any person or entity prior to the Company's formation, if any, execute these Articles this 4th day of May 2004.



Brian Wilson

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT OF
Meek's Landing & Partners LLC


I hereby accept the appointment as registered agent as designated in the attached Articles. I am familiar with and accept the obligations mandated by Chapter 608 of the 2001 Florida Statutes that are associated with the appointment.

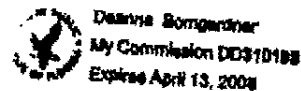

Charles PT Phoenix, Esq.

State of Florida)
)
County of Lee)

I hereby certify that before me, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Charles PT Phoenix, Esq., known to me to be the person who executed this Acceptance of Appointment as Registered Agent.

Witness my hand and official seal this 4th day of May 2004.


Deanna Bomgardner
Notary Public, State of Florida
My commission number is DD310198
My commission expires 13 Apr 08



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FROM PHOENIX LAW PARTNERS

(THU) MAY 6 2004 12:19/ST. 12:17/No. 6660277402 P 6

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Meek's Landing & Partners LLC
Initial Member List

Brian Wilson

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