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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAY 19 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

Subject: XOMYS, L.L.C.

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael D. Kelly
10801 Pond Ridge Drive
Fort Myers, FL 33913

For further information concerning this matter, please call:

Michael D. Kelly at (239) 768-5909

Street Address:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Mailing Address:

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

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

XOMYS, L.L.C.

TO THE FLORIDA SECRETARY OF STATE:

**ARTICLE I
NAME**

The name of the Limited Liability Company is XOMYS, L.L.C.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

10801 Pond Ridge Drive
Fort Myers, FL 33913

Mailing Address:

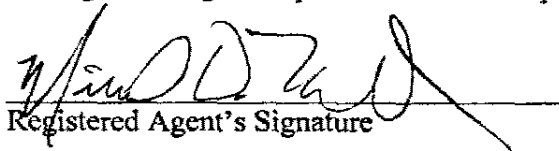
10801 Pond Ridge Drive
Fort Myers, FL 33913

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S
SIGNATURE**

The name and the Florida street address of the registered agent are:

Michael D. Kelly
10801 Pond Ridge Drive
Fort Myers, FL 33913

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 all 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 as provided for in Chapter 608, Florida Statutes.



Registered Agent's Signature

ARTICLE IV

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MANAGER(S) OR MANAGING MEMBER(S)

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Michael D. Kelly
10801 Pond Ridge Drive
Fort Myers, FL 33913

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ARTICLE V MEMBERSHIP

Membership interests in the limited liability company shall be evidenced by certificates of membership interest issued by the limited liability company. No member shall transfer a membership interest without first complying with the terms of the Operating Agreement of the limited liability company.

ARTICLE VI NONLIABILITY AND INDEMNIFICATION

A. No Member or Manager of Company shall be personally responsible or liable for any of the acts, debts, liabilities or losses of the Company.

B. No manager of the Company shall be personally responsible or liable to the Company or its Members or anyone else for monetary damages for breach of fiduciary duty as a Manager except as provided for by law.

C. Each person who is or was a Manager of Company (and the heirs, executors, personal representatives, administrators, or successors of such person) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager of Company or is or was serving at the request of Company as a manager, director, officer, partner, trustee, employee or agent of another limited liability company, corporation, partnership, joint venture, trust, employee benefit plan or other enterprise ("Indemnitee"), shall be indemnified and held harmless by Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance or its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The right to indemnification conferred in this Article shall be a contract right.

D. The Company may, by action of the Members or Managers, provide indemnification to such of the officers, employees and agents of Company to such extent and to such effect as the Members or Managers shall determine to be appropriate and authorized by applicable law.

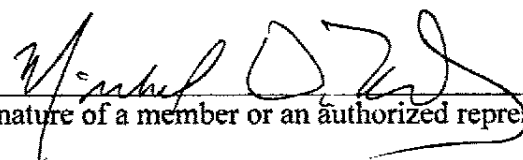
E. The right and authority conferred in this Article shall not be exclusive of any other right which any person may have or subsequently acquire under any statute, provision of the Articles of Organization or Operating Agreement of Company, agreement, vote of Members or disinterested Managers, or otherwise.

F. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Manager or officer existing at the time of such repeal or amendment.

ARTICLE VII REAL PROPERTY

All conveyances and mortgages of and leases relating to real property made by the limited liability company shall be executed by a Manager or Member and shall be countersigned or attested to by another Manager or Member, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by any Manager or Member of the limited liability company.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties or perjury that the facts stated herein are true.)

Michael D. Kelly, Managing Member

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