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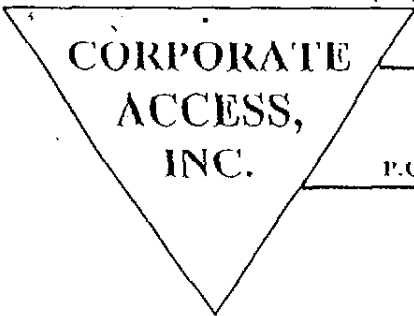


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1.) Osprey Courtyard, LLC.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

ARTICLES OF ORGANIZATION
OF
OSPREY COURTYARD, L.L.C.

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ARTICLE I.

PREAMBLE; FORMATION

The undersigned, GREGG G. HASSLER, MICHAEL V. PACHOTA, and DAVID P. FARLEY, do hereby form a Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, titled as the "Florida Limited Liability Company Act," as hereinafter set forth.

ARTICLE II.

NAME; PLACE OF BUSINESS; AND REGISTERED AGENT

2.1 Name. The name of this Limited Liability Company shall be OSPREY COURTYARD, L.L.C.

2.2 Place of Business. The principal place of business and the mailing address of the Limited Liability Company shall be 247 Ponce De Leon, Venice, Florida 34285.

2.3 Registered Agent. The initial registered agent of the Limited Liability Company shall be GREGG G. HASSLER, whose address is 247 Ponce De Leon, Venice, Florida 34285.

ARTICLE III.

PERIOD OF DURATION

This Limited Liability Company is to exist perpetually.

ARTICLE IV.

MANAGEMENT

The Company is to be managed entirely by the Members and the names and addresses of the managing Members who shall serve until the first annual meeting of Members or until their successors are duly elected and qualified are:

GREGG G. HASSLER
247 Ponce De Leon
Venice, FL 34285

MICHAEL V. PACHOTA
213 The Esplanade, South
Venice, FL 34285

DAVID P. FARLEY
720 Cadiz Road
Venice, FL 34285

ARTICLE V.

NOTICE TO MEMBERS

All notices to the Members pursuant to these Articles shall be in writing and shall be deemed effective when given by personal delivery or by certified mail, return receipt requested.

ARTICLE VI.

AMENDMENTS

These Articles may be amended at any time and from time to time by vote by unanimous agreement of the Members, and such amendments shall be filed with the Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this 15 day of June, 2004.

"Managing Members"

Gregg G. Hassler
GREGG G. HASSLER

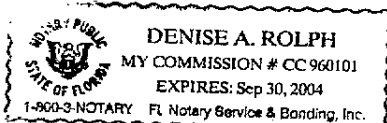
Michael V. Pachota
MICHAEL V. PACHOTA

David P. Farley
DAVID P. FARLEY

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a duly authorized Notary Public, personally appeared GREGG S. HASSLER, MICHAEL V. PACHOTA, and DAVID P. FARLEY, Members, to me known to be the persons described as subscriber herein, who are personally known to me, who executed the foregoing, and they acknowledged before me that they subscribed to the said Articles of Organization.

WITNESS my hand and official seal in the State and County aforesaid, this 15 day of June, 2004.



Denise A. Rolph
DENISE A. ROLPH
(Typed, printed or stamped
name of Notary Public)


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 OSPREY COURTYARD, L.L.C.

2. The name and address of the registered agent and office is GREGG G. HASSLER, 247 Ponce De Leon, Venice, Florida 34285.

Dated: 6-15-2004


GREGG G. HASSLER

ACCEPTANCE

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.

Dated: 6-15-2004


GREGG G. HASSLER