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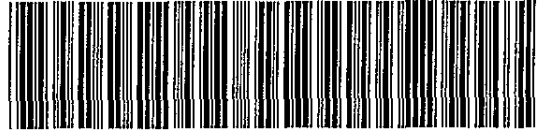
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2p

Morrison & Mills, P.A.

ATTORNEYS AT LAW
1200 WEST PLATT STREET
SUITE 100
TAMPA, FLORIDA 33606

THOMAS K. MORRISON
FREDERICK J. MILLS
KEVIN A. DITANNA
BRIAN D. TREBY

TELEPHONE (813) 258-3311
TELECOPIER (813) 258-3209

E-Mail Address: mills@tampabay.rr.com

July 15, 2004

Via Federal Express

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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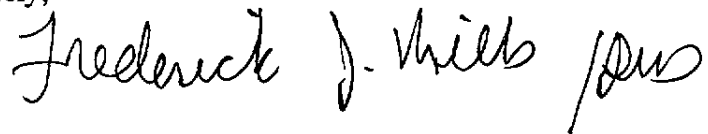
**Re: Filing of Articles of Organization
Gill Enterprises, LLC**

Gentlemen:

Enclosed for filing please find the original and one copy of the Articles of Organization for the above LLC. Also enclosed is our check in the amount of \$125.00 to cover the cost of the filing. Please file the original of the Articles, stamp the date of filing on the copy and return to me at your earliest convenience.

If you have any questions or if there are any problems, please do not hesitate to contact me.

Sincerely,



Frederick J. Mills

FJM/pns

Enclosures:

1. Original Articles of Organization
2. Check in the amount of \$125.00
3. Copy of Articles for return

**ARTICLES OF ORGANIZATION
OF
GILL ENTERPRISES, LLC**

The undersigned organizer, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this limited liability company shall be GILL ENTERPRISES, LLC (hereinafter the "Company")

ARTICLE II - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business in accordance with the laws of Florida as enumerated in the Florida Limited Liability Company Act.

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ARTICLE III - DURATION

This Company shall have perpetual existence.

ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE

The mailing and street address and location of the principal offices of the Company shall be c/o Morrison & Mills, P.A., 1200 W. Platt Street, Suite 100, Tampa, Florida 33606, but the Company shall have the power to establish branch offices and other places of business at such other places within or without the state of Florida as may be determined and deemed expedient by the Directors.

ARTICLE V - REGISTERED AGENT

The name and street address of the initial registered agent of this Company shall be Kevin A. DiTanna, Esquire, of Morrison & Mills, P.A., at 1200 W. Platt Street, Suite 100, Tampa, Florida 33606.

ARTICLE VI - MEMBERSHIP

This Company shall have two (2) Members initially. The names and addresses of the initial members are:

Robert B. Gill; and
Cathleen M. Gill

Address: 7330 W. Golf Club Street
Crystal River, Florida 34429-2508

Additional Members may be admitted to the Company only upon unanimous affirmative vote of all of the then existing Members and upon such terms as may be unanimously agreed upon by such exiting Members in writing. At no time during the existence of this Company shall there ever be less than one Member.

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ARTICLE VII - MANAGEMENT

The management of the affairs of this Company shall be by the managing members. The Members have unanimously agreed in writing to have this Company managed by Robert P. Gill and Cathleen M. Gill, as its initial Managing Members.

ARTICLE VIII - ANNUAL MEETING

The time and place of the annual Members' meeting shall be the 15th day of March of each and every year at the principal offices of the Company unless otherwise fixed in the Regulations or by a resolution of the Members, and the Members may waive notice thereof before or after the meeting.

ARTICLE IX - POWERS

This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

ARTICLE X - AMENDMENTS

This Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto by unanimous affirmative vote of all of the Members of the Company at the time of such proposed amendment, and any right conferred upon the Members is subject to this reservation.

ARTICLE XI - CONTINUATION OF EXISTENCE

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Member or Members of the Company shall have a right, by affirmative vote to continue the existence and business of the Company.

ARTICLE XII - REGULATIONS

At a later date, the Members, if they so choose, shall adopt Regulations or an Operating Agreement to govern the operation of this Company. The Regulations or Operating Agreement may thereafter be repealed or altered only upon affirmative vote of all of the Members of the Company at the time of such proposed amendment.

ARTICLE XIII - CONTRIBUTIONS

The amount of cash, the description and agreed value of other non-cash contributions, and the amount or description of property anticipated to be contributed by the Member(s) shall be addressed, if at all, in a document separate and distinct from these Articles.

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ARTICLE XIV - ADDITIONAL CONTRIBUTIONS

Each Member of the Company shall make additional capital contributions to the Company only upon the unanimous consent of all of the Members.

ARTICLE XV - TAX STATUS

This Company shall be treated as a partnership for federal tax purposes.

IN WITNESS WHEREOF, the undersigned has hereunto set his hands and seal, acknowledged, and filed the foregoing Articles of Organization under the existing laws of the State of Florida.

K. DiTanna

Kevin A. DiTanna, as Organizer

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 15th day of July, 2004, by Kevin A. DiTanna, who is personally known to me or who has produced identification.

Fredrick J. Mills

NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Patti N. Sutter

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Patti N Sutter
My Commission DD116745
Expires May 13, 2006

**STATEMENT OF ACCEPTANCE
OF APPOINTMENT AS REGISTERED
FOR
GILL ENTERPRISES, LLC**

Having been named in the Articles of Organization of **GILL ENTERPRISES, LLC** as Registered Agent to accept service of process for the aforesaid company at its registered office at Morrison & Mills, P.A. at 1200 West Platt Street, Tampa, Florida 33606, the undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in the Florida Limited Liability Company Act.

By: K. DiTanna
Kevin A. DiTanna, Registered Agent

DATE: July 15, 2004

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**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 15th day of July, 2004, by Kevin A. DiTanna, who is personally known to me or who has produced identification.

Patti N. Sutter

NOTARY PUBLIC, STATE OF FLORIDA

Print Name: **Patti N. Sutter**



Patti N Sutter
My Commission DD118745
Expires May 13, 2006