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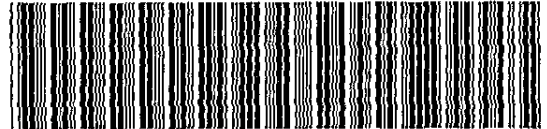
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 0721000000032
REFERENCE : 936677 7103152
AUTHORIZATION : *Patricia Pizito*
COST LIMIT : \$ 155.00

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ORDER DATE : October 21, 2004
ORDER TIME : 10:16 AM
ORDER NO. : 936677-005
CUSTOMER NO: 7103152

CUSTOMER: Ms. Carrie J. Filthaut
Goodlette Coleman & Johnson,
P.a.
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: WR DEVELOPMENT III, L.L.C.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

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ARTICLES OF ORGANIZATION
OF
WR DEVELOPMENT III, L.L.C.

The undersigned, being the sole initial member of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of Organization for such limited liability company:

ARTICLE I
NAME

The name of the limited liability company (the "Company") shall be **WR DEVELOPMENT III, L.L.C.**

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company shall be **4901 Tamiami Trail North, Naples, Florida 34103.**

ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered agent of the Company is **4901 Tamiami Trail North, Naples, Florida 34103**, and the name of the initial registered agent at such address is **U.S. Investor Services, Inc., a Florida corporation.**

ARTICLE IV
ADMISSION OF MEMBERS

The member of the Company may admit new and substitute members to the Company upon the written consent of a Majority in Interest of the Members, as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations.

Newly admitted and substitute members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

**ARTICLE V
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing of these Articles.

**ARTICLE VI
DURATION**

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of the member, or any other event that would terminate the continued membership of the member in the Company, the remaining members, if any, shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

**ARTICLE VII
ADOPTION OF OPERATING AGREEMENT AND REGULATIONS**

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial member. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

**ARTICLE VIII
INITIAL MANAGERS**

The Company will be managed by one or more managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The initial number of managers of the Company shall be one (1). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. The name and business address of the manager who shall serve as manager until his successors are elected and qualified is:

**Rainer N. Filthaut
4901 Tamiami Trail North
Naples, Florida 34103**

IN WITNESS WHEREOF, the undersigned, being the sole initial member of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 20th day of October, 2004.

GULF SHORE INVESTMENTS, INC., a Florida corporation

By: [Signature]
Rainer N. Filthaut, its President

ACCEPTANCE BY REGISTERED AGENT

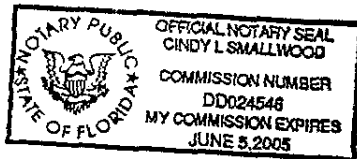
I, Rainer N. Filthaut, as President of U.S. Investor Services, Inc., a Florida corporation, having been duly designated to act as registered agent and to accept service of process for WR Development III, L.L.C., a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.

U.S. Investor Services, Inc.,
a Florida corporation, Registered Agent

By: [Signature]
Rainer N. Filthaut, its President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 20 day of October, 2004, by Rainer N. Filthaut, as President of U.S. Investor Services, Inc., a Florida corporation, who is personally known to me or has produced a Florida's drivers license as identification.



[Signature]

Notary Public
State of Florida at Large
My Commission Expires:

(Notary Seal)