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** Not a Member of the Florida Bar
*** Member of Florida and Georgia Bars
**** Member of Florida and Texas Bars

March 8, 2005

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Freeport Real Estate Investments, L.L.C.

Dear Sir:

The enclosed Articles of Organization and fees are submitted for filing. Please return all correspondence concerning this matter to the following:

F. Philip Blank
Blank, Meenan & Smith, P.A.
204 South Monroe Street
Tallahassee, Florida 32301

Also enclosed is a check for \$125.00 for the filing fee.

For further information concerning this matter, please call Katherine Poppell at 850-681-6710.

Sincerely,



F. Philip Blank

FPB/kmp

Enclosures

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA REAL ESTATE INVESTMENTS, L.L.C.**

ARTICLE I - NAME

The name of the Limited Liability Company is:

Freeport Real Estate Investments, L.L.C.

ARTICLE II - ADDRESS

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

204 South Monroe Street
Tallahassee, Florida 32301.

The mailing address of the Limited Liability Company is

204 South Monroe Street
Tallahassee, Florida 32301.

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ARTICLE III - PURPOSE

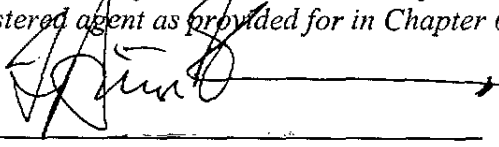
The purpose for which the Limited Liability Company is created is any and all lawful business.

ARTICLE IV - REGISTERED AGENT

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

F. Philip Blank
204 South Monroe Street
Tallahassee, Florida 32301

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 company 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 as provided for in Chapter 608, F.S.

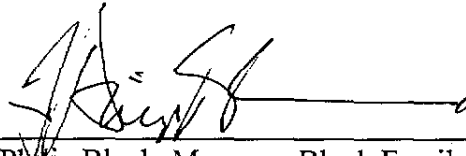


F. Philip Blank

ARTICLE V – MANAGER

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

Title: MGR
Blank Family Trust I, LLC
204 South Monroe Street
Tallahassee, Florida 32301



F. Philip Blank, Manager, Blank Family Trust I, LLC

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