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2005 APR -4 P 2:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

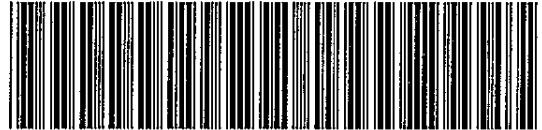
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April 1, 2005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Via Federal Express

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

**Re: Articles of Organization – Gourmet Properties, LLC
Our File No.: 00124-0001**

To whom it may concern:

Enclosed is the original Articles of Organization of Gourmet Properties, LLC, together with a self-addressed, stamped envelope and a check in the amount of \$125.00 for payment for the registration of Gourmet Properties, LLC.

Please register Gourmet Properties, LLC and return the Articles of Organization with the acknowledgment in the enclosed self-addressed, stamped envelope.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,


Camille J. Iurillo

CJI/can
Enclosures

ARTICLES OF ORGANIZATION

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GOURMET PROPERTIES, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, does set forth the following:

ARTICLE I – NAME

The name of the company is GOURMET PROPERTIES, LLC.

ARTICLE II – DURATION

The duration of the Company is perpetual.

ARTICLES III – ADDRESS AND PLACE OF BUSINESS

The mailing address and street address of the principal place of the principal office of the Company in Florida is:

643 DeSoto Drive
Tierra Verde, FL 33715

ARTICLE IV – PURPOSE AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which the Company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

ARTICLE V – NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Company is as follows:

Camille J. Iurillo, Esquire
Iurillo & Associates, P.A.
600 First Avenue North
Suite 308
St. Petersburg, FL 33701

ARTICLE VI – MEMBERS

The Company shall have such members as may be admitted from time to time in accordance with these Articles of Organization and the Operating Agreement of the Company.

ARTICLE VII – MANAGEMENT

The Company is to be manager-managed as provided in the Operating Agreement. The name and address of the manager, who will serve as manager until the first annual meeting of members or until his successor or successors are elected and qualified, as follows:

Derwin B. Smith II 643 DeSoto Drive
Tierra Verde, FL 33715

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TALLAHASSEE, FLORIDA

ARTICLE VIII – INDEMNIFICATION

The Company shall indemnify each managing member, manager and officer to the fullest extent permitted by the Florida Limited Liability Company Act.

ARTICLE IX – COMMENCEMENT OF EXISTENCE

In accordance with Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of subscription and acknowledgement of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of filing by the Secretary of State.

Under penalties of perjury I declare that I have read the foregoing Articles of Organization and that the facts alleged are true, to the best of my knowledge and belief.

Dated: April 1, 2005


DERWIN B. SMITH II

ACCEPTANCE BY REGISTERED AGENT

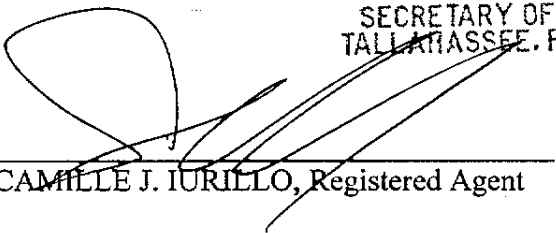
I, the undersigned appointed registered agent of GOURMET PROPERTIES, LLC, being familiar with the obligations of such position, hereby accept such appointment, agree to act in such capacity and accept the obligations proposed by Section 608.415, Florida Statutes.

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DATED this 1st day of April, 2005.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CAMILLE J. IURILLO, Registered Agent