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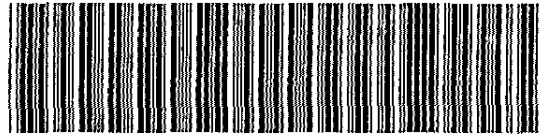
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7025 BERACASA WAY • SUITE 208
BOCA RATON, FLORIDA 33433-3444
PHONE: (561) 395-8331 • FAX (561) 395-5099

RICHARD I. GILBERT, ESQ.
BARBARA CHRISTINE MALMUTH, ESQ.

LEGAL ASSISTANT
ELIZABETH G. SANDERS

April 8, 2005

Office of the Secretary of State
STATE OF FLORIDA
Division of Corporations
Post Office Box #6327
Tallahassee, Florida 32314

Re: Articles of Organization for:
Mid South Acquisitions, LLC
Partners Acquisitions, LLC
Progressive Acquisitions, LLC

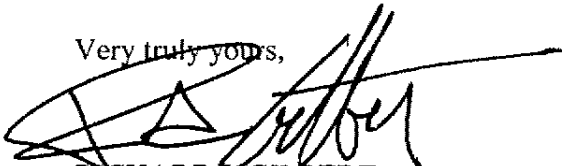
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TALLAHASSEE FLORIDA

Dear Sir or Madam:

Enclosed please find one (1) original and one (1) copy of the executed Articles of Organization for each of the above-referenced Limited Liability Company ("Articles"), as well my check in the amount of THREE HUNDRED SEVENTY FIVE DOLLARS (\$375.00) to cover the filing costs for each. Please file the Articles and return a time-stamped copy of same to the undersigned in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions or comments in connection with the foregoing, please do not hesitate to contact me.

Very truly yours,



RICHARD I. GILBERT
RIG:mar

Enclosures

ARTICLES OF ORGANIZATION

OF

MID SOUTH ACQUISITIONS, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - NAME

The name of the Limited Liability Company is MID SOUTH ACQUISITIONS, L.L.C.

ARTICLE II - ADDRESS

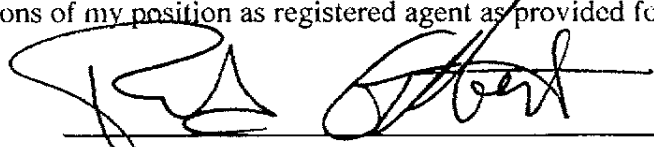
The mailing address and street address of the principal office of the Limited Liability Company is 7025 Beracasa Way, Suite 208, Boca Raton, Florida 33433.

ARTICLE III - REGISTERED AGENT

The name and Florida mailing address of the Registered Agent of the Limited Liability Company is:

Richard I. Gilbert
7025 Beracasa Way, Suite 208
Boca Raton, FL 33433

Having been named as registered agent and to accept service of process for the above named 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 as provided for in Chapter 608, F.S.



Richard I. Gilbert, Registered Agent

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be a manager managed company and the name and address of the manager is:

Richard I. Gilbert
7025 Beracasa Way, Suite 208
Boca Raton, FL 33433

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ARTICLE V - DURATION

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right if given, of the members to add additional members and the terms and conditions of such admissions shall be in accordance with the Regulations of the Limited Liability Company.

ARTICLE VII - MEMBER RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of a member of any other event which terminates the continued membership of a member in the Limited Liability Company shall be in accordance with the Regulations of the Limited Liability Company.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 8 day of April, 2005.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes as affirmation under the penalties of perjury that the facts stated herein are true.



RICHARD L. GILBERT
Member/Manager

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