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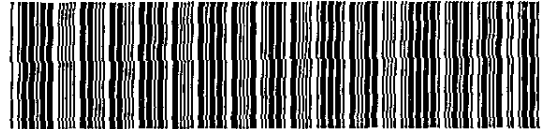
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Bakkalapulo & Boutzoukas

ATTORNEYS AND COUNSELORS AT LAW
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS



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May 20, 2005

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Division of Corporations
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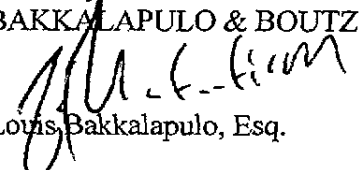
RE: GK Investment Properties, LLC

Dear Sir/Madam:

Enclosed please find the Articles of Organization, together with a copy and a check in the amount of \$125.00, which covers the cost for filing a new LLC. Also enclosed is a copy of the Articles to be returned to me in the enclosed self-addressed envelope.

Should you have any questions, please do not hesitate to contact my office. Thank you for your assistance.

Sincerely/
BAKKALAPULO & BOUTZOUKAS, PA


Louis Bakkalapulo, Esq.

LB/ci
Enclosures
Cc: George Karalis

ARTICLES OF ORGANIZATION
OF
GK INVESTMENT PROPERTIES, L.L.C.

ARTICLE I

NAME.

The name of this Company is **GK INVESTMENT PROPERTIES, L.L.C.**

ARTICLE II
PURPOSE.

This Company is organized for the purpose of transacting any and all **lawful** business for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

ARTICLE III

CAPITAL CONTRIBUTIONS.

Initial contributions to capital in an aggregate amount of \$1,200.00 shall be paid to this Company in cash or in property by the Members in such amounts as are set forth on Exhibit 1.

From time to time, the Members may determine by a unanimous vote that additional contributions to capital are deemed necessary to finance the business and affairs of this Company.

In the event of such a determination, this Company will notify each Member of such Member's obligations to make an additional contribution to capital. Each Member shall be required to make an additional contribution to capital in proportion to such Member's then existing non-returned, contributed capital, or in any other proportion which the Members may unanimously agree.

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ARTICLE IV

ADMITTANCE OF NEW MEMBERS.

The Members shall be entitled to admit new Members by unanimous consent. The Members shall unanimously determine the contributions to capital required of the new Members at the time of admission.

ARTICLE V

MANAGEMENT AND POWERS.

The business of this Company shall be managed under the direction of one or more Managers. All powers of this Company shall be exercised only by or under the authority of such Managers, except as otherwise provided by law, these Articles of Organization, the Regulations or Operating Agreement of this Company. The following is a list of the names and addresses of each individual who shall serve as a Manager, at the pleasure of the Members, until the first annual meeting of Members:

NAME

ADDRESS

George Costa Karalis, Manager

P.O. Box 632, Tarpon Springs, FL
34688-0632

NAME

ADDRESS

Peter Michael Gulotta, Manager

P.O. Box 632, Tarpon Springs, FL
34688-0632

ARTICLE VI

REGULATIONS AND OPERATING AGREEMENT.

The power to alter, amend or repeal the Regulations and Operating Agreement of this Company shall be vested solely in the Members.

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ARTICLE VII
PRINCIPAL PLACE OF BUSINESS AND INITIAL
REGISTERED AGENT.

The street address of the principal place of business of this Company shall be:

2819 U.S. Hwy. 19
Holiday, FL 34691
County of Pasco
State of Florida

This Company reserves the right, power and authority to establish branch offices at such places as may be designated by this Company. The initial registered agent of this Company shall be Louis Bakkalapulo, Esq., whose street address is:

BAKKALAPULO & BOUTZOUKAS, PA
111 N. Belcher Road, Suite 201
Clearwater, FL 33765
County of Pinellas
State of Florida

ARTICLE VIII
DURATION: DISSOLUTION.

This Company shall have perpetual existence from the date upon which these Articles of Organization are filed with the Department of State of the State of Florida, unless earlier terminated by the terms of this Article VIII. This Company shall be dissolved upon the occurrence of any event which terminates the membership of any Member as a matter of law, unless the remaining Members unanimously consent to the continued existence of this Company within 90 days after the date of occurrence of such event. This Company shall be dissolved upon the unanimous consent of the Members.

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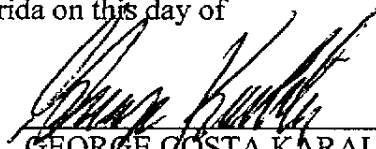
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ARTICLE IX
AMENDMENT.

The power to alter, amend or repeal these Articles of organization shall be vested solely in the Members.

The undersigned, being all of the original Members of this Company, certify that the foregoing constitutes the entire proposed Articles of Organization of this Company.

Executed by the undersigned at Florida on this day of



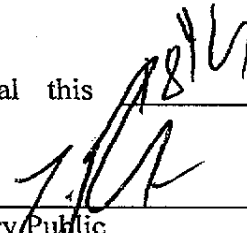
GEORGE COSTA KARALIS

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared GEORGE COSTA KARALIS to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

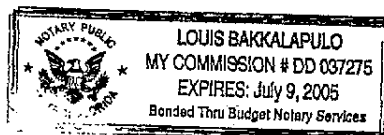
May WITNESS my hand and official seal this _____, 2005.



Notary Public
My Commission Expires:

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TALLAHASSEE, FLORIDA

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PETER MICHAEL GULOTTA

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared PETER MICHAEL GULOTTA to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

May WITNESS my hand and official seal this 18th day of May, 2005.


Notary Public
My Commission Expires:



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TALLAHASSEE FLORIDA

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EXHIBIT "1"

INITIAL MEMBER OWNERSHIP SHARES AND CONTRIBUTIONS

	<u>Initial Contribution Amount</u>
1. George Costa Karalis – 50%	\$600.00
2. Peter Michael Gulotta – 50%	\$600.00
Total Initial Contribution	\$1,200.00

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