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VOC Development, LCC

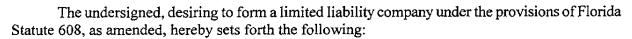
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OF

VOC DEVELOPMENT, LLC



ARTICLE I Name

The name of the Limited Liability Company is **VOC DEVELOPMENT**, **LLC**. (hereinafter referred to as the "Limited Liability Company")

ARTICLE II Principal Office & Mailing Address

The principal place of business and mailing address of this Limited Liability Company shall be c/o Commercial Asset Managers, Inc., 4422 N. Church St., Suite J, Tampa, FL 33614.

ARTICLE III <u>Duration</u>

The Limited Liability Company will terminate upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the membership of a member of this Limited Liability Company, unless the remaining Members elect to continue the business of the Limited Liability Company in accordance with the provisions of the Operating Agreement of the Limited Liability Company.

ARTICLE IV Registered Office and Agent

The address of the initial registered office of the Limited Liability Company is located at 2201 NE Coachman Rd., Suite 201, Clearwater, FL 33765. The initial registered agent is Rick W. Sadorf, Esquire, whose business address is the same as the address of the initial registered office.

ARTICLE V Management By Managers.

The Limited Liability Company shall be managed by one or more Managers, who need not be members, whose identities and terms of office shall be set forth in the written Operating Agreement of the Limited Liability Company.



ARTICLE VI Initial Members

The initial members of the Limited Liability Company are:

KENNETH VANNESS 810 Crenshaw Lake Road Lutz, Florida RONALD A. OXTAL 1102 W. Cass Street. Tampa, Florida 33606\

Commercial Construction Management Services, Inc. 4422 N. Church Ave, Suite "J" Tampa, Florida 33614

ARTICLE VII Written Operating Agreement

Any operating agreement entered into by the members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Limited Liability Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Limited Liability Company, as amended and in existence from time to time.

Dated: July 5__, 2005.

Commercial Construction Management Services, Inc., a Member and Organizer

By: Frank R. Hayden, its President

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing Articles of Organization were acknowledged before me this day of July, 2005, by Frank R. Hayden, President of Commercial Construction Management Services, Inc., who is personally known or produced

as identification.

Notary Public, State of Florida

My Commission Expires:

J Zeli Sz

CERTIFICATE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for VOC DEVELOPMENT, LLC, is familiar with and accepts the obligations of a registered agent as provided for in the Act and hereby agrees to act in such capacity, and further agrees to comply with the provisions of the Florida statutes relative to the proper and complete performance of all of his duties hereunder.

Dated: July <u></u>____, 2005

Rick W. Sadorf, Esq.