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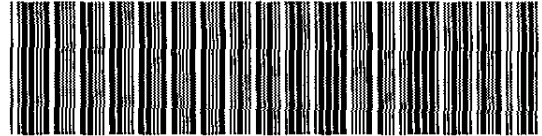
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FILED
06 FEB 27 PM 12:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

M. HODGES

ATTORNEY AT LAW
ROBERT E. WIGGINS
R. EDWARD WIGGINS, P.A.

13799 PARK BOULEVARD N. #254
SEMINOLE, FLORIDA 33776-3402

EMAIL: wiggins.bob@verizon.net

PHONE: (727) 251-8662
FAX: (727) 593-1712

February 23, 2006

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

RE: Steel Bridge Finance, LLC
Articles of Organization

Dear Sirs:

Enclosed please find original Articles of Organization for the above-referenced limited liability company. Also enclosed is check #1623 made payable to Department of State in the amount of One Hundred Twenty Five Dollars (\$125.00). Please return the certified copy to me at the address shown above.

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

Sincerely yours,



ROBERT E. WIGGINS

REW:atm
Enclosures

**ARTICLES OF ORGANIZATION
OF
STEEL BRIDGE FINANCE, LLC**

ARTICLE I

NAME

The name of this Florida limited liability company is STEEL BRIDGE FINANCE, LLC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Florida limited liability company and mailing address is:

P.O. Box 3545
Clearwater, Florida 33767

ARTICLE III

TERM

The term of existence of this Florida limited liability company is perpetual.

ARTICLE IV

PURPOSE

This Florida limited liability company is organized to transact any and all lawful business for which limited liability companies may be organized under Florida Statutes.

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06 FEB 27 PM 12:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V

TRANSFERABILITY OF MEMBERSHIP INTERESTS

No members shall have the right to assign their membership interests in the limited liability company without the written agreement of all of the membership interests unless otherwise provided in the limited liability company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the limited liability company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE VI.

MANAGEMENT

This will be a member-managed company, managed by the presidents of each member company listed below. The name and address of each member is:

CHARLES E. BEHR
P.O. Box 3545
Clearwater, Florida 33767

ARTICLE VII
REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this Florida limited liability company is as follows:

Registered Agent:

WARREN LA FRAY

Office of Florida Limited Liability Company:

300 Turner Street
Clearwater, Florida 33756

ARTICLE VIII
INDEMNIFICATION

Every member of this Florida limited liability company, and the member company's officer serving this Florida limited liability company at its request, shall be indemnified by this Florida limited liability company against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a manager of this Florida limited liability company, or by reason of his serving or having served this Florida limited liability company at its request, whether or not he is a manager or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the manager is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the members approve such settlement and reimbursement as being in the best interests of this Florida limited liability company. The foregoing right of indemnification shall be in addition to and not exclusive of all

other rights to which that person may be entitled.

ARTICLE IX

EXISTENCE

The Florida limited liability company's existence shall begin effective as of the date of filing these Articles of Organization.

ARTICLE X

SUBSCRIBER

The name and address of the authorized Subscriber to these Articles of Organization is as follows:

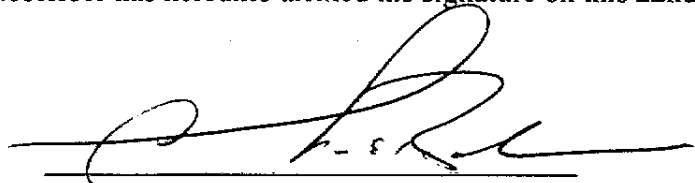
NAME

CHARLES E. BEHR

ADDRESS

P.O. Box 3545
Clearwater, Florida 33767

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 22nd day of February, 2006.

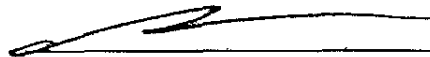


CHARLES E. BEHR

**CERTIFICATE OF ACCEPTANCE
OF REGISTERED AGENT**

I, WARREN LAFRAY, as Registered Agent for STEEL BRIDGE FINANCE, LLC do hereby agree to accept Service of Process on behalf of the Florida limited liability company, to keep my office located at 300 Turner Street, Clearwater, Florida 33756 open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: February 22, 2006.


WARREN LAFRAY
Registered Agent