

L96000000169

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: Crusade Investments, Inc. No. 52503

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

David
Capital Conn.
 CONTACT BY PHONE TO
 Add address
 for info.
[Signature]

PH 2/19/96

| REQUEST | TAKEN | CONFIRMED | APPROVED |
|---------|----------------|-----------|--------------|
| DATE | <u>2/19/96</u> | _____ | _____ |
| TIME | <u>11:00</u> | _____ | CK No. _____ |
| BY | <u>DD</u> | _____ | _____ |

WALK-IN Will Pick Up _____

95 FEB -9 PM 3:24

C.C. FEE. DISBURSED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Capital Express™ _____
- Art. of Inc. File _____
- Corp. Record Search 400001713524
- Ltd. Partnership File -02/13/95--01093--003
- Foreign Corp. File ****337.50 ****337.50
- () Cert. Copy(s) _____
- Art. of Amend. File _____
- Dissolution/Withdrawal _____
- C U S- _____
- Fictitious Name File _____
- Name Reservation _____
- Annual Report/Reinstatement _____
- Reg. Agent Service _____
- Document Filing _____
- Corporate Kit _____
- Vehicle Search _____
- Driving Record _____
- Document Retrieval _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- File No.'s, _____ Copies _____
- Courier Service _____
- Shipping/Handling _____
- Phone () _____
- Top Priority _____
- Express Mail Prep. _____
- FAX () _____ pgs. _____

SUBTOTALS _____

| | |
|--------------------------------|----------|
| FEE..... | \$ _____ |
| DISBURSED..... | \$ _____ |
| SURCHARGE..... | \$ _____ |
| TAX on corporate supplies..... | \$ _____ |
| SUBTOTAL..... | \$ _____ |
| PREPAID..... | \$ _____ |
| BALANCE DUE..... | \$ _____ |

RECEIVED
 95 FEB -9 AM 10:11
 DIVISION OF CORPORATIONS

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF ORGANIZATION
OF
CRUSADE INVESTMENTS, L.C.

FILED
96 FEB -9 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be CRUSADE INVESTMENTS, L.C., (hereinafter called "Company"). The principal place of business of the Company in Florida shall be in Brevard County.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company shall exist, unless the Company is dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSES AND POWER

The general purpose for which the Company is organized is to: design, construct, own, use, buy, sell, lease, hire, deal in and with articles of property of all kinds, render services of all kinds, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida and principal office is:

Robert C. Woolfe
1795 Hidden Lake Drive
Rockledge, FL 32955

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members.

A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the members proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two members.


ARTICLE IX - MANAGEMENT

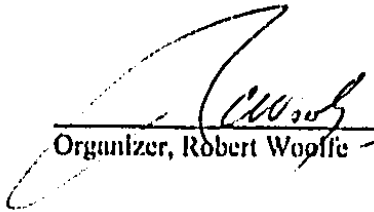
The Company shall be managed by a manager (or managers) in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager (or managers) of the company is:

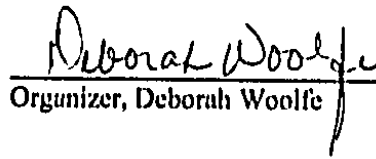
Ronald Lovell and Robert Woolfe
(address) 1795 Hidden Lake Drive
Rockledge, FL 32955

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Merritt Island, Florida, for the foregoing uses and purpose, this 22nd day of January, 19 76.


Organizer, Ronald Lovell


Organizer, Janis Lovell

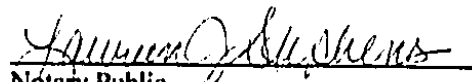

Organizer, Robert Woolfe


Organizer, Deborah Woolfe

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared the above named organizers, to me well known to be the organizers of the above limited liability company and who subscribed the above Articles of Organization, and they each freely and voluntarily acknowledged before me according to law that they make the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 22ND day of January, 1996.


Notary Public
Printed Name Laureen J. Stephens
My Commission Expires: _____



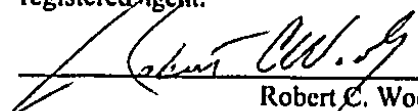
CERTIFICATE OF DESIGNATION FOR
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES, SECTION 608.415
or 608-507, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

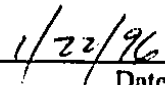
1. The name of the limited liability company is:
CRUSADE INVESTMENTS, L.C.
2. The name and address of the registered agent and office is:

Robert C. Woolfe
1795 Hidden Lake Drive
Rockledge, FL 32955.

Having been named as registered agent and to accept service of process of the above
stated 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 the obligations of my position as
registered agent.



Robert C. Woolfe



Date

EXHIBIT "A"

FILED

96 FEB -9 PM 3:24

CAPITAL CONTRIBUTIONS BY MEMBERS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

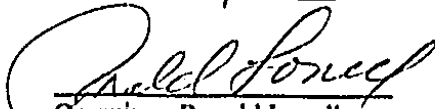
| <u>ORGANIZER</u> | <u>CONTRIBUTION</u> |
|---------------------|---------------------|
| Ronald Lovell..... | \$1,000.00 |
| Junis Lovell..... | \$1,000.00 |
| Robert Woolfe..... | \$1,000.00 |
| Deborah Woolfe..... | \$1,000.00 |

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS **FILED**


The undersigned members, or authorized representative of a member, ~~CROSADE-9~~ PII 3:24
INVESTMENTS, L.C., deposes and says:

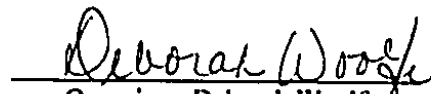
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The above named limited liability company has at least two members;
2. The total amount of cash contributed by each member is \$1,000.00;
3. If any, the agreed value of property other than cash contributed by each member is \$-0-. A description of the property is attached and made a part hereto; and
4. The total amount of cash or property anticipated to be contributed by each member is \$4,000.-. This total includes amounts from numbers 2 and 3 above.


Organizer, Ronald Lovell


Organizer, Janis Lovell


Organizer, Robert Woolfe


Organizer, Deborah Woolfe