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June 27, 1996

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-07/02/96--01151--001
****390.00 ****390.00

Re.: Cornerstone Businesses, L.C.

Dear Sir or Madam:

Enclosed please find the following documents which we are filing on behalf of the above referenced limited liability company:

1. An original and one fully conformed copy of the Articles of Organization,
2. Statement Designating Registered Agent and Office,
3. Affidavit of Membership and Contributions.

Please file the above documents, certify the copy of the Articles of Organization and return the certified copy to me.

In payment of filing charges, we enclose herewith our firm check in the amount of \$390.00 which represents payment of the following items:

1. Filing fee for original Articles of Organization, \$250.00
2. Certified copy of Articles of Organization, \$52.50
3. Filing fee for Certificate Designating Registered Agent, \$35.00
4. Filing fee for Affidavit of Membership and Contributions, \$52.50

Thank you for your assistance in this matter. Please feel free to call me with any questions.

Very truly yours,

ALLEN, DELL, FRANK & TRINKLE, P.A.

Carlos A. Rodriguez

CAR/kmc

FILED
96 JUL - 16
AT 6:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/3/96
TB

ARTICLES OF ORGANIZATION
OF
CORNERSTONE BUSINESSES, L.C.

FILED
JUL - 1 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be CORNERSTONE BUSINESSES, L.C., and its principal office shall be located at 6449 Country Club Road in the City of Wesley Chapel, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from the time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE III
MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Mary Jane Hubbard
6449 Country Club Rd.
Wesley Chapel, Florida 33544

C. Douglas Hubbard
6449 Country Club Rd.
Wesley Chapel, Florida 33544

ARTICLE IV
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the date of admission to the limited liability company.

A member's interest in the limited liability company may be sold or otherwise transferred only with the unanimous written consent of other members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V CAPITAL CONTRIBUTIONS

Capital contributions in the total amount of \$100.00 cash shall be paid to the limited liability company by the two (2) members in the following shares:

Mary Jane Hubbard \$60.00

C. Douglas Hubbard \$40.00

Additional contributions will be made as required for the investment purposes, as determined by unanimous consent of the members. Members will make contributions in proportion to their relative capital contributions set forth above.

ARTICLE VI DURATION

This limited liability company shall exist perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 6449 Country Club Road, Wesley Chapel, Florida 33544, State of Florida, and the name of the company's initial registered agent at that address is C. Douglas Hubbard.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of CORNERSTONE BUSINESSES, L.C.

Executed by the undersigned at Tampa, Florida on June 27, 1996.

Mary Jane Hubbard
Mary Jane Hubbard, Member

C. Douglas Hubbard
C. Douglas Hubbard, Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

State of Florida
County of Hillsborough

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of CORNERSTONE BUSINESSES, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of initial cash contributed by the members is \$100.00.
3. The total amount of cash and property anticipated to be contributed by the members is \$5,000,000.00. This total includes the amount from 2 above.



Mary Jane Hubbard, Member

The foregoing instrument was acknowledged before me this 27th day of June, 1996 by Mary Jane Hubbard, member on behalf of CORNERSTONE BUSINESSES, L.C., a limited liability company. She is personally known or has produced FD-1 + HIL-3-590515911 as identification.


Signature of Notary



Printed name of Notary

State of Florida

My commission expires:



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE
OF CORNERSTONE BUSINESSES, L.C.

State of Florida
County of Hillsborough

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is CORNERSTONE BUSINESSES, L.C.

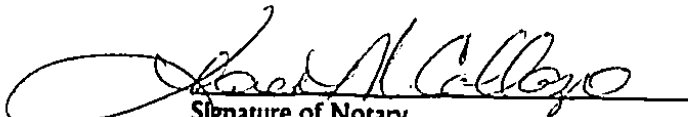
The name of the registered agent for CORNERSTONE BUSINESSES, L.C. is C. Douglas Hubbard and the street address of the company's principal office where the agent is located is 6449 Country Club Road, Wesley Chapel, Florida 33544.

This statement is to acknowledge that, as indicated above, CORNERSTONE BUSINESSES, L.C. has appointed me, C. Douglas Hubbard, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the 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.

Dated June 27, 1996.


C. Douglas Hubbard

The foregoing instrument was acknowledged before me this 27th day of June, 1996 by C. Douglas Hubbard, agent on behalf of CORNERSTONE BUSINESSES, L.C., a limited liability company. He is personally known or has produced 17 DL # 11163104490140 as identification.


Signature of Notary


Printed name of Notary

State of Florida

My commission expires:

