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PRESTIGE MAIL
LEGAL & FINANCIAL SERVICES

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AUTHORIZATION : *Patricia Pyzdek*

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ORDER DATE : November 14, 1996

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CUSTOMER NO: 8795A

CUSTOMER: Norma Deguenther, Legal Asst
BARNETT BOLT KIRKWOOD & LONG

Suite 700
601 Bayshore Boulevard
Tampa, FL 33606-2763

DOMESTIC FILING

NAME: CHRISTIAN TYLER PROPERTIES
II, L.C.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

FILED
96 NOV 14 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 NOV 14 AM 10:54
DIVISION OF CORPORATION

KR
11-14 96

ARTICLES OF ORGANIZATION
OF
CHRISTIAN TYLER PROPERTIES II, L.C.

FILED
96 NOV 14 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a limited liability company under the provisions of the Florida Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

ARTICLE 1

Name

The name of this limited liability company is:
CHRISTIAN TYLER PROPERTIES II, L.C.
(hereafter, the "Company").

ARTICLE 2

Duration

This Company shall exist from the date of filing of these Articles of Organization with the Department of State and shall continue until its dissolution in accordance with these Articles of Organization or the Act.

ARTICLE 3

Mailing Address and Principal Office

The mailing address of this Company and the street address of its principal office is 3001 N. Rocky Point Drive East, Suite 200, Tampa, Florida 33607.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 3001 N. Rocky Point Drive East, Suite 200, Tampa, Florida 33607 and the name of the initial registered agent of this Company at that address is Kirk D. Eicholtz.

ARTICLE 5

Additional Members

The members of this Company may admit additional members, but only upon the written consent of all of the members.

ARTICLE 6

Right to Continue After Dissolution

Upon the death, insanity, bankruptcy, retirement, resignation, expulsion, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in this Company, this Company shall be

dissolved, unless the business of the Company is continued by the consent of all of the then remaining Members.

ARTICLE 7

Management of the Company

The management of the Company is reserved to its managing member. The Company shall be managed in accordance with the regulations adopted by the members. The names and addresses of the members are:

The Kirk D. Eicholtz Revocable Trust of 1996
c/o Kirk D. Eicholtz, Trustee
3001 N. Rocky Point Drive East
Suite 200
Tampa, Florida 33607

The Kirk D. Eicholtz Children's Educational
Trust f/b/o Zachary Christian Eicholtz
c/o Richard L. Eicholtz, Trustee
3001 N. Rocky Point Drive East
Suite 200
Tampa, Florida 33607

The Kirk D. Eicholtz Children's Educational
Trust f/b/o Nicholas Tyler Eicholtz
c/o Richard L. Eicholtz, Trustee
3001 N. Rocky Point Drive East
Suite 200
Tampa, Florida 33607

ARTICLE 8

Regulations

The members shall have the power to adopt, alter, amend or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

ARTICLE 9

Restrictions on Transfers of Interest

No member shall have the right to transfer or assign any interest in the Company without the consent of all the nontransferring or nonassigning members, and no assignee of an interest in the Company shall become a member of the Company without the consent of all of the other members.

ARTICLE 10

Indemnification

This Company shall indemnify any member, or any former member, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 12th day of November, 1996.

THE KIRK D. EICHOLTZ REVOCABLE
TRUST OF 1996

By: 

KIRK D. EICHOLTZ, Trustee

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
CHRISTIAN TYLER PROPERTIES II, L.C.

The undersigned members of Christian Tyler II, L.C., a Florida limited liability company (the "Company"), execute this Affidavit of Capital Contributions, filed pursuant to Section 608.407(2), Florida Statutes:

1. The Company has at least two members.
2. The total amount of capital contributions of the members is \$100.00 cash.
3. The total amount of cash or property anticipated to be contributed by members is \$100.00. This total includes amounts from paragraph 2 above.

Dated this 12th day of November, 1996.

FURTHER AFFIANT SAYETH NOT:

Under penalties of perjury, The Kirk D. Eicholtz Revocable Trust of 1996, The Kirk D. Eicholtz Children's Educational Trust f/b/o Zachary Christian Eicholtz, and the Kirk D. Eicholtz Children's Educational Trust f/b/o Nicholas Tyler Eicholtz, the members of Christian Tyler Properties II, L.C., a Florida limited liability company, hereby declare that they have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

THE KIRK D. EICHOLTZ REVOCABLE
TRUST OF 1996

By: 

KIRK D. EICHOLTZ, Trustee

THE KIRK D. EICHOLTZ CHILDREN'S
EDUCATIONAL TRUST f/b/o ZACHARY
CHRISTIAN EICHOLTZ

By: 

RICHARD L. EICHOLTZ, Trustee

THE KIRK D. EICHOLTZ CHILDREN'S
EDUCATIONAL TRUST f/b/o NICHOLAS
TYLER EICHOLTZ

By: 

RICHARD L. EICHOLTZ, Trustee

STATE OF FLORIDA
DEPARTMENT OF STATE

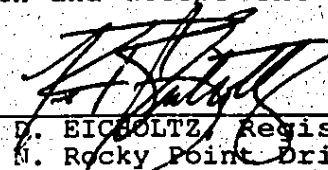
ACCEPTANCE AS REGISTERED AGENT

The following is submitted in compliance with Sections 608.407(1)(d) and 608.415(2) of the Florida Statutes:

1. The name of the limited liability company is: Christian Tyler Properties II, L.C.
2. The registered office is located at 3001 N. Rocky Point Drive East, Suite 200, Tampa, Florida 33606.
3. The name of the registered agent is Kirk D. Eicholtz.

ACCEPTANCE:

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 Acceptance of Registered Agent, 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 and accept the obligations of my position as registered agent.


KIRK D. EICHOLTZ, Registered Agent
3001 N. Rocky Point Drive East
Suite 200
Tampa, Florida 33607

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96 NOV 14 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA