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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: SALLEY, FEINBERG & HAMES, P.A.
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NAME: INSULWALL, L.C.

AUDIT NUMBER.....H96000016522

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
INSULWALL, L.C.**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME.

The name of the Limited Liability Company is:
INSULWALL, L.C.

2. PERIOD OF DURATION.

The period of duration of the Limited Liability Company shall be from the date of filing until the first to occur of the following:

(i) Thirty (30) years from the date of filing of these Articles of Organisation with the Department of State, or

(ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

3. PURPOSE.

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability organized and existing by virtue of such laws.

Prepared by: Laurence C. Hamm, Esq.
PO Box 3829
Orlando, FL 32801
(407) 426-2360
Fl Bar #237914

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4. ADDRESS OF PLACE OF BUSINESS.

The address of the place of business in Florida for the Limited Liability Company is: 1000 Carroll Street, Clermont, Florida 34712-0158.

5. REGISTERED AGENT.

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Laurence C. Hanes, Esq., Salley, Fainberg, Hanes & Hintze, P.A., 390 N. Orange Avenue, Suite 2500, Orlando, Florida 32801.

6. CAPITAL CONTRIBUTIONS.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows:

\$1,000.00

7. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Limited Liability Company.

8. MEMBERS.

The Limited Liability Company has at least two members.

9. ADDITIONAL MEMBERS.

Members may admit additional members upon unanimous agreement of the then existing members.

10. TRANSFERABILITY OF INTERESTS.

Unless otherwise unanimously agreed to by the members, if all of the other members of the limited liability company other than the member proposing to dispose of its interest do not approve of the proposed transfer or assignment by unanimous written consent, the transferee of the interest of the member shall have no right to participate in the management of the business and affairs of the limited liability company or to become a member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

11. CONTINUITY OF BUSINESS.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

12. **MANAGEMENT.**

The Limited Liability Company is to be managed by a manager, or managers. Names and addresses of such managers who are to serve as managers until the first annual meeting of members or until their successors are elected and qualified are as follows:

1. Richard A. Pruitt
1000 Carroll Street
Clermont, FL 34712-0158
2. Dennis K. Towell
1000 Carroll Street
Clermont, FL 34712-0158
3. Lawson L. Wolfe
1000 Carroll Street
Clermont, FL 34712-0158

Executed at Orange County, Florida on the 21st day of November, 1996.

By: _____

Richard A. Pruitt

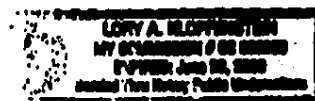
STATE OF FLORIDA
COUNTY OF ORANGE

ON THIS 21st day of November, 1996, before me personally appeared Richard A. Pruitt, a member/manager of INSULWALL, L.C., a Florida Limited Liability Company to be formed, to me known to be the person who executed the foregoing, and acknowledged before me that he executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.

Lory A. Klopferstein
NOTARY PUBLIC

My Commission Expires:



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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of
INSULWALL, L.C., the undersigned accepts such an appointment,
agrees to act in such capacity and accepts the obligations
proposed by Florida Statutes Section 608.415 and is herewith
simultaneously designated as registered agent by INSULWALL, L.C.

Executed this 21st day of November, 1996.

BY: *Laurence C. Hanes*
Laurence C. Hanes, Registered Agent

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