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RUDNICK & WOLFE

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FROM: RUDNICK & WOLFE
CONTACT: JUDITH E COVEY
PHONE: (813)229-2111

ACCT#: 076424002364

FAX #: (813)229-1447

NAME: TRIAD PROPERTIES HOLDINGS - FLORIDA, L.L.C.

AUDIT NUMBER.....H97000012293

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....1

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**ARTICLES OF ORGANIZATION
OF
TRIAD PROPERTIES HOLDINGS - FLORIDA, L.L.C.**

The undersigned authorized representative for the Managing Member signs these Articles of Organization and form a limited liability company (the "Company") under the Florida Limited Liability Company Act (the "Act"), as follows:

**ARTICLE I
Name**

The name of the Company is: Triad Properties Holdings - Florida, L.L.C.

**ARTICLE II
Duration**

The Company's existence will begin upon filing of these Articles of Organization with the Florida Department of State and will continue until December 31, 2047, unless sooner terminated pursuant to its Regulations or law.

**ARTICLE III
Address**

The mailing address and street address of the principal office of the Company is: AmSouth Center, Suite 1001, 200 Clinton Avenue West, Huntsville, Alabama 35801.

**ARTICLE IV
Initial Registered Office and Agent**

The street address of the initial registered office of the Company is 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is David A. Beyer.

Prepared by: Andrew L. McIntosh
Florida Bar No. 0881041
Rudnick & Wolfe
101 E. Kennedy Blvd., Suite 2000
Tampa, Florida 33602
(813) 229-2111

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ARTICLE V
Management

The Company is to be managed by William R. Stroud, whose address is AmSouth Center, Suite 1001, 200 Clinton Avenue West, Huntsville, Alabama 35801, and Gerry E. Shannon, whose address is AmSouth Center, Suite 1001, 200 Clinton Avenue West, Huntsville, Alabama 35801. William R. Stroud and Gerry E. Shannon are also Members of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative for the Managing Member has signed these Articles of Organization on July 28, 1997.


DAVID A. BEYER

Authorized Representative for Managing Member

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above-stated Company, at the place designated in these Articles of Organization. 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.


DAVID A. BEYER

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative for the Managing Member of TRIAD PROPERTIES HOLDINGS - FLORIDA, L.L.C. (the "Company") deposes and says:

1. The Company has at least 2 members.
2. The total amount of cash contributed by the Members is \$14,000.00
3. If any, the agreed value of property other than cash contributed by Members is \$-0-
4. The amount of cash or property anticipated to be contributed by Members is \$-0-
5. The total amount of 2, 3 and 4 is \$14,000.00

In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit by an authorized representative for the Managing Member constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


DAVID A. BEYER

Authorized Representative for Managing Member

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