

L97000000972

JERICO LAND COMPANY, L.C.

700 N. Wickham Rd., Suite 105
Melbourne, FL 32935-8865

August 29, 1997

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-09/03/97--01015--001
***293.75 ***293.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: JERICO LAND COMPANY, L.C.

Enclosed as an original and one (1) copy of the articles of organization and a check for \$293.75 for the filing fee, registered agent designation, and certificate of status.

From: Richard A. Bailey
700 N. Wickham Rd., Suite 105
Melbourne, FL 32935-8865

(407) 253-9343 Daytime Phone

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97 SEP -3 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nu 9/5/97

ARTICLES OF ORGANIZATION FOR JERICHO LAND COMPANY, L.C.

The undersigned person acting as an organizer of a limited liability company under the Florida Limited Liability Company Act adopts the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company is: JERICHO LAND COMPANY, L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the limited liability company is: 700 N. Wickham Rd., Suite 105, Melbourne, Fl. 32935-8865.

ARTICLE III - DURATION

The company's period of duration is 20 years from the date of filing the Articles of Organization with the Secretary of State, unless sooner dissolved by the members or as provided by statute.

ARTICLE IV - MANAGEMENT

The limited liability is to be managed by the members and the name and address of the managing members are:

- 1) Richard A. Bailey
700 N. Wickham Rd., Suite 105
Melbourne, Fl. 32935-8865.
- 2) Michael E. Spencer
4290 Corey Rd.
Valkaria, Fl. 32950

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ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted only on the terms as are unanimously agreed to by all members pursuant to provisions in the Operating Agreement.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

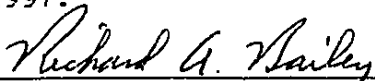
The members of this limited liability company have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of the member in this limited liability company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.

ARTICLE VII - WITHDRAWAL OF A MEMBER

The withdrawal of a member from the company may occur only on terms unanimously agreed by the parties in the Operating Agreement and subject to the limitations of state law.

This agreement may be executed and counterparts, all of which shall be deemed to be one and the same instrument, and it shall be sufficient each party to have executed at least one, but not necessarily the same, counterpart.

Dated this 29th day of August, 1997.


Richard A. Bailey, Organizer

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of authorized representative of JERICHO LAND
COMPANY, L.C. deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount cash contributed by the member(s) is \$ -0-
- 3) if any, the agreed value of property other than cash
 contributed by member(s) is -0-
- 4) the amount of cash or property anticipated to be
 contributed by member(s) is 30,000.00
- 5) the total amount of 2, 3, and 4 is \$30,000.00


Richard A. Bailey

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507,
FLORIDA STATUTES, 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:
JERICO LAND COMPANY, L.C.
2. The name and address of the registered agent and office is:
Richard A. Bailey
700 N. Wickham Rd., Suite 105
Melbourne, Fl. 32935-8865

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

Richard A. Bailey

8/29/97

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