L GR FORING INCHES LABILITY CAMENA

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

SUBJECT:

PALISADE INVESTMENTS, L.L.C.

(Proposed limited liability company name - must include suffix)

300002295843--0 -09/17/97--01080--018 ****570.00 ****285.00

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit \$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

EDOM:	PALISADE INVESTMENTS, L.L.C.	FILING 250.W
FROM:	Name (Printed or typed)	: COPY 25:00
	1455 South Ferdon Boulevard,	Suite ANCL ONE
	Address	octiling
,	Crestview, Florida 32536 City, State & Zip	
	•	110
	(850) 682-4357 Daytime Telephone number	9/15/91

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

PALISADE INVESTMENTS, L.L.C.

ARTICLE'II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1455 South Ferdon Boulevard Suite A-1 Crestview, Florida 32536

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

The period of duration shall be perpetual.

ARTICLE IV - Management: (check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Wesley M. Childers 113 Kipling Drive Drive Crestview, FL 32536

Tom L. Crowe 424 Apple Drive Crestview, FL 32536

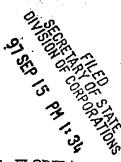
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of	
PALISADE INVESTMENTS, L.L.C. deposes and say	/s:
1) the above named limited liability company has at least two members	
2) the total amount of cash contributed by the member(s) is	\$ 100.00
3) if any, the agreed value of property other than cash contributed by member(s) is A description of the property is attached and made a part hereto.	\$
4) the amount of cash or property anticipated to be contributed by member(s) is	\$
5) the total amounts of 2, 3 and 4 is	\$ <u>100.00</u> .

Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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:
PALISADE INVESTMENTS, L.L.C.
2. The name and address of the registered agent and office is:
Tom L. Crowe
(NAME)
424 Apple Drive
(P. O. Box <u>not</u> acceptable)
Crestview, FL 32536
(CITY/STATE/ZIP)

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.

Son 2. Chave
(SIGNATURE)

September 12, 1997 (DATE)