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LOWNDES DROSDICK

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036  
CONTACT: KYLE L WHITE  
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: BDR PROPERTIES, LLC  
AUDIT NUMBER.....H98000002718  
DOC TYPE.....LIMITED LIABILITY COMPANY  
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ARTICLES OF ORGANIZATIONOFBDR PROPERTIES, LLCARTICLE I - NAME

The name of this limited liability company is BDR Properties, LLC (the "Company").

ARTICLE II - DURATION

The duration of the Company shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The principal office and mailing address of the Company shall be at 2115 Lakeside Orlando, Florida 32803.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this Company at that address is Michael V. Elsberry, Esquire.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The Members of the Company shall have the right to admit additional Members. A proposed additional Member of the Company shall be admitted as a Member upon the affirmative vote of a majority in interest of the Members of the Company.

ARTICLE VI - CONTINUATION

The remaining Members of the Company may agree by the affirmative vote of a majority in interest of the Members of the Company to continue the business and affairs of the Company in the event of 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 Company.

This document prepared by:  
MICHAEL V. ELSBERRY  
Florida Bar Number 191861  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
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ARTICLE VII - REGULATIONS

The initial regulations of the Company shall be adopted by the Members of the Company. The Members of the Company may, by the affirmative vote of a majority in interest of the Members, alter, amend or repeal the initial regulations of the Company and adopt new regulations of the Company.

ARTICLE VIII - MEMBER MANAGEMENT

The business and affairs of the Company shall be managed by the Members. The names and addresses of the initial Members are as follows:

Charles Richard Homa

2115 Lakeside, Orlando, Florida 32803

Elizabeth Vitullo

2115 Lakeside, Orlando, Florida 32803

IN WITNESS WHEREOF, the undersigned Member of the Company has executed these Articles of Organization this 10th day of February, 1998.

  
Charles Richard HomaACCEPTANCE OF REGISTERED AGENT

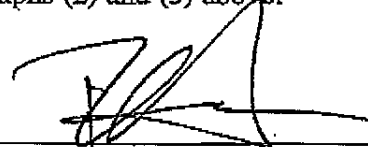
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in Article IV of these Articles of Organization, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Michael V. ElsberryFILED  
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned Member of BDR Properties, LLC deposes and says:

- (1) I am a Member of BDR Properties, LLC (the "Company"). The Company has at least two (2) Members.
- (2) The amount of cash contributed by the Members is \$2,000.00. The Members have not contributed any property other than cash to the Company.
- (3) The Members do not anticipate that any other property will be contributed to the Company other than the cash specified paragraph (2) above.
- (4) The total amount of cash or property anticipated to be contributed by Member(s) is \$2,000.00. This total includes amounts from paragraphs (2) and (3) above.



Charles Richard Homa

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