



THE UNITED STATES
CORPORATION
COMPANY

L98000000948

ACCOUNT NO. : 072100000032

REFERENCE : 878668 4352702

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 337.50

FILED
SECRETARY OF CORPORATIONS
98 JUL -2 AM 11:59

ORDER DATE : July 2, 1998

ORDER TIME : 10:12 AM

ORDER NO. : 878668-005

CUSTOMER NO: 4352702

CUSTOMER: William G. Lambrecht, Esq
WILLIAMS PARKER HARRISON DIETZ
& GETZEN
200 South Orange Avenue

Sarasota, FL 34236

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DOMESTIC FILING

NAME: SMUGGLER'S LANDING, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

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mk 7/2/98
BSK 7/2/98

**ARTICLES OF ORGANIZATION
OF
SMUGGLER'S LANDING, L.L.C.**

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The undersigned subscribes to these Articles of Organization to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. Name. The name of this limited liability company is SMUGGLER'S LANDING, L.L.C.

2. Duration. The existence of this limited liability company shall begin on the date of filing of these Articles of Organization by the Secretary of State of the State of Florida, and shall be perpetual.

3. Principal Office. The mailing address and the street address of the principal office of the limited liability company is:

c/o Milton Fowler
4244 Marina Court
Cortez, Florida 34215

4. Registered Agent. The name and street address of the initial registered agent of the limited liability company is:

James L. Ritchey
200 S. Orange Avenue
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the limited liability company and acknowledges that he is familiar with and accepts the obligations of that position.

5. Additional Members. The existing members of this company may admit additional members upon the unanimous consent of the then existing members and payment of a capital contribution by the new members, in cash or property, to be determined at the time of such admission by the then existing members.

6. Continuation of Business. In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of this limited liability company, or the occurrence of any other event which terminates the continued membership of a member in this limited liability company, the company shall continue in existence and the remaining members of the company may continue the business of the company unless the majority of the then remaining members consent in writing to the dissolution of the company.

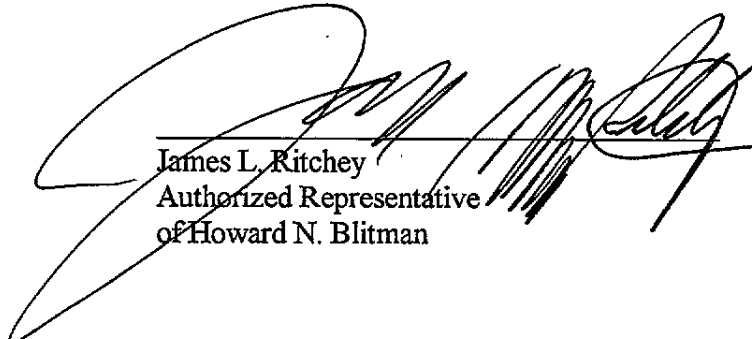
7. Managers. The limited liability company is to be managed by managers. The names and addresses of the managers who are to serve until the first annual meeting of members or until their successors are elected and qualify are as follows:

Howard N. Blitman
Blitman Building Corporation
222 Grace Church Street, #201
Post Chester, New York 10573

Clay Fowler
P.O. Box 3287
Stamford, Connecticut 06905-0287

8. Amendment. These Articles of Organization may be amended in the manner provided in the Regulations of the limited liability company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 1st day of July, 1998.



James L. Ritchey
Authorized Representative
of Howard N. Blitman

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I, James L. Ritchey, an authorized representative of Howard N. Blitman, a member of Smuggler's Landing, L.L.C., a Florida limited liability company (the "Company") deposes and says

- Signed this 1st day of July, 1998.

SWORN TO AND SUBSCRIBED before me this 1st day of July 1998 by James C. Ritchey, who is personally known to me or who has produced _____ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)

 JACQUELINE SCHINDOWSKI
Notary Public, State of Florida
My comm. expires July 29, 2001
Comm. No. CC 659953

I am a Notary Public of the State of Florida, and my commission expires on 7-22-01.