

L980000001114

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Allegretto, L.C.

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4111-864

Signature _____

Requested by: *ces*

Name _____

Date 7/17

Time 9:47

Walk-In _____

Will Pick Up _____

_____	Art of Inc. File _____
_____	LTD Partnership File _____
_____	Foreign Corp. File _____
<input checked="" type="checkbox"/>	L.C. File <u>photo</u>
_____	Fictitious Name File _____
_____	Trade/Service Mark _____
_____	Merger File _____
_____	Art. of Amend. File _____
_____	RA Resignation _____
_____	Dissolution / Withdrawal _____
_____	Annual Report / Reinstatement _____
_____	Cert. Copy _____
<input checked="" type="checkbox"/>	Photo Copy _____
_____	Certificate of Good Standing _____
_____	Certificate of Status _____
_____	Certificate of Fictitious Name _____
_____	Corp Record Search _____
_____	Officer Search _____
_____	Fictitious Search _____
_____	Fictitious Owner Search _____
_____	Vehicle Search _____
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_____	UCC 1 or 3 File _____
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98 JUL 17 AM 10:14

ARTICLES OF ORGANIZATION

OF

ALLEGRETTO, L.C., A FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I

NAME

The name of this limited liability company is ALLEGRETTO L.C., referred to in these Articles of Organization as the "Company."

ARTICLE II

PRINCIPAL OFFICE AND AGENT

The principal office and mailing address of the Company is 2410 Harbourside Dr., #132, Longboat Key, Florida 34228. The Company's registered agent is Capital Connection, Inc., whose office is located at 417 Virginia Street, Suite One, Tallahassee, Florida 32301.

ARTICLE III

EFFECTIVE DATE OF EXISTENCE/DURATION

The existence of the Company shall commence as of the date these Articles are signed. The duration of the Company shall thereafter be perpetual.

ARTICLE IV

PURPOSE AND POWERS

This Company is organized with a general business purpose, has all powers provided by law, and may use those powers to any lawful purpose.

ARTICLE V

MANAGEMENT BY MEMBERS

The Company shall initially have two members. Management of the Company shall be reserved to its members. The name and address of the Company's initial managing member is: Vera Leinsdorf, Trustee, Vera Leinsdorf Revocable Trust u/a/d 5/8/98, 2410 Harbourside Dr., #132, Longboat Key, Florida 34228.

ARTICLE VI

ADMISSION OF NEW MEMBERS

The Company may admit new members as provided in the Company's regulations.

ARTICLE VII

WITHDRAWAL OF MEMBER

Upon the death, bankruptcy, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall be continued as provided in the Company's regulations.

ARTICLE VIII

AMENDMENT

These Articles of Organization may be amended as provided in the Company's regulations.

ARTICLE IX

SUBSCRIBER

The name and address of the person signing these Articles of Organization, who is an authorized representative of a member of the Company, is:

Name

Address

E. Ralph Tirabassi

1515 Ringling Blvd., Suite 1000
Sarasota, Florida 34236

EXECUTED on 7/15, 1998.

Witnesses:

[Signature]

[Signature]

E. RALPH TIRABASSI
Subscriber

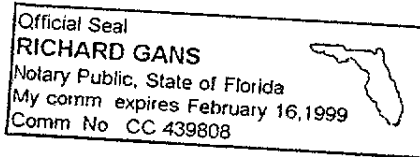
STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on 7/15, 1998, by E. RALPH TIRABASSI, who is personally known to me.

[Signature]

(Name _____)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____



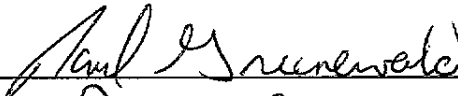
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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees, as registered agent, to accept service of process on behalf of the Company. The undersigned is familiar with and accepts all of the obligations of a registered agent of a Florida limited liability company.

CAPITAL CONNECTION, INC.,
a Florida corporation


By: Paul Grunewald
(Print name)

Its: Client Representative
(Print title)

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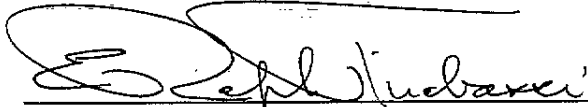
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AFFIDAVIT UNDER F.S. 608.407(2)

The undersigned, being an authorized representative of the sole member of ALLEGRETTO, L.C., a Florida limited liability company, (the "Company"), being first duly sworn, deposes and says as follows:

1. The Company has at least two members.
2. The members have contributed to the Company \$430,000.00 in cash.
3. No additional cash or other property is anticipated to be contributed to the Company by its members.

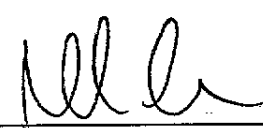
FURTHER AFFIANT SAYETH NOT.


E. RALPH TIRABASSI
Dated: 7/15, 1998

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on 7/15, 1998, by E. RALPH TIRABASSI, who is personally known to me or who has produced _____ as identification and who did take an oath.


(Name _____
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____

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