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FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: BRAGG, LTD.

AUDIT NUMBER.....H98000012973

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 14, 1998

EMPIRE CORPORATE KIT COMPANY
RAY STORMONT

SUBJECT: BRAGG, LTD.
REF: W98000015947

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Michelle Hodges
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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is Bragg, LLC.

ARTICLE II - ADDRESS

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

c/o Harleston R. Wood, Esq.
1000 Brickell Avenue, Suite 300
Miami, Florida 33131

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be until July 20, 2048.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

John Antony, P.O. Box 121311, Clermont, Florida 34712

Paul Antony, c/o Terry Vacek, Guardian, 1690 North Highway 39, Buttonhill Estate, Somerset, Kentucky 42501

Terry Vacek, 1690 North Highway 39, Buttonhill Estate, Somerset, Kentucky 42501

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be by unanimous consent of the members.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business on 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 limited liability company shall be by unanimous consent of all the members.

Prepared by:

Harleston R. Wood, Esq.
1000 Brickell Avenue, Suite 300
Miami, Florida 33131
Fl. Bar. No. 291757

(305) 358-1000 ext 298

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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 Bragg, LLC.
2. The name and address of the registered agent and office is:

Harleston R. Wood, Esq.
1000 Brickell Avenue, Suite 300
Miami, Florida 33131

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.

Harleston R. Wood
Signature

7/20/98
Date

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ARTICLES OF MEMBERSHIP AND CONTRIBUTION

The undersigned member or authorized representative of Bragg, LLC. Deposes and says:

1. the above named limited liability company has at least two members;
2. the total amount of cash contributed by the member(s) is \$1,000.00;
3. if any, the agreed value of property other than cash contributed by member(s) is \$0.
A description of the property is attached and made a part hereto.
4. the total amount of cash or property anticipated to be contributed by member(s) is \$1,000.
This total includes amounts from 2 and 3 above.

Robert N. Wood 7/20/98

Signature of member authorized or representative of a member.

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CERTIFICATE OF DESIGNATION OF

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