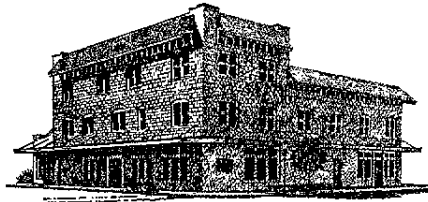


L980000002547

HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.
ATTORNEYS AT LAW
1206 Manatee Avenue West
Bradenton, Florida 34205-7504
(941) 746-1167

LARRY R. CHULOCK
ANNE SHEFFLER DOUGLASS
GEORGE H. HARRISON
G. JOSEPH HARRISON
THOMAS W. HARRISON
ROBERT W. HENDRICKSON, III
W. NELSON KIRKLAND



Please Reply To:
Post Office Box 400
Bradenton, Florida 34206-0400

Fax: (941) 746-9229

Direct Fax #: (941) 747-0583

October 29, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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Re: Renaissance Square, L.C.

Dear Sir or Madam:

Enclosed please find the following concerning the above-referenced Limited Liability Company:

1. Two (2) original sets of the Articles of Organization with attached Certificate of Registered Agent.
2. An Affidavit of Capital Contributions.
3. My firm check in the amount of \$337.50 representing the filing fee for the Articles, Registered Agent Designation, and a certified copy of the Articles.

If the enclosed meet with your approval, it will be greatly appreciated if you would file the Articles and Affidavit, and return a certified copy of the Articles to the undersigned.

Should you have any questions or require anything further to file these Articles, please do not hesitate to contact me at your earliest convenience.

Name	11/9/98
Availability	dcc
Document Examiner	DCC
Updater	DCC
Updater Verifyer	C
Acknowledgement	DCC
W. P. Verifyer	DCC
RWH:kes	

Enclosures

Very truly yours,

HARRISON, HENDRICKSON, DOUGLASS
& KIRKLAND, P.A.

Bob H
Robert W. Hendrickson, III

L980000002547

ARTICLES OF ORGANIZATION
FOR
RENAISSANCE SQUARE, L.C.

The undersigned, acting as the organizing Member of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I

Name

The Name of the Company is Renaissance Square, L.C.

FILED
98 NOV -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue for a period of fifty (50) years from the commencement date unless sooner dissolved in accordance with Section 608.441 of the Act.

ARTICLE III

Purpose

The Company is created to acquire, hold, manage, operate, improve, develop, lease, sell, dispose of, mortgage or otherwise encumber, and otherwise deal with the real property described in Exhibit "A" attached hereto, together with the improvements thereon, now existing or hereafter constructed, and all personal property associated therewith, and to engage in any other lawful activity.

ARTICLE IV

Principal Office

The mailing address and the street address of the principal office of the Company shall be 435 10th Avenue West, Palmetto, FL 34221.

ARTICLE V

Registered Agent and Office

The initial registered agent for the Company shall be Robert W. Hendrickson, III, and the address of the registered agent for service of process shall be 1206 Manatee Avenue West, Bradenton, Manatee County, Florida 34205.

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98 NOV -2 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Management of Business

The Company is to be managed by a manager or managers. Mapes & Mapes, Inc., 435 10th Avenue W, Palmetto, Florida 34221, will serve as the initial manager of the Company until the first annual meeting of the Members or until its successor is elected and qualified. The managers of the Company will be elected annually by the Members. The Members may increase and decrease the number of managers from time to time; provided, however, there shall never be more than three (3) managers or less than one (1) manager. The managers shall be Members or Affiliates of Members.

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98 NOV -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

Admission of Additional Members

Additional Members may be admitted only by the vote of the Members holding a majority of the Units, upon terms and conditions established by the Members from time to time in their sole discretion.

ARTICLE VIII

Continuation of Business

The remaining Members shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or upon the occurrence of any other event which terminates the continued membership of a Member of the Company, all as more fully set forth in the Regulations.

ARTICLE IX

Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

ARTICLE X

Property

(a) Ownership. All property originally paid or transferred to the Company as contributions to capital by the Members, or subsequently acquired by purchase or otherwise on account of the Company, shall be the property of the Company.

(b) Title. The title to all property of the Company shall be held in the name of the Company.

(c) Conveyances. The Managers are hereby authorized to convey and encumber title to all real and personal property of the Company by the execution on behalf of the Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents, and all other certificates, instruments, and documents as are necessary, reasonable, or desirable to convey or encumber title to any real or personal property of the Company. Such execution shall be made by any manager duly authorized to act for the Company. The signature and execution of such documents shall clearly set forth that the execution is on behalf of the Company, and that the manager is signing on behalf of the Company.

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98 NOV -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XI

Amendments

These Articles may be amended or restated at any time by a vote of the Members holding a majority of the Units, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

ARTICLE XII

Regulations

Regulations shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Regulations may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Regulations shall be set forth in the Regulations.

ARTICLE XIII

Contracting Debts

No debt shall be contracted nor liability incurred by or on behalf of the Company except by its managers, and no Member is authorized or empowered to contract debts or incur liabilities on behalf of the Company unless such Member is also a manager.

FILED
18 NOV -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizer of Renaissance Square, L.C., has executed these Articles of Organization this 28th day of October, 1998.

MAPES & MAPES, INC.

By: Reed W. Mapes, Vice President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 28th day of October, 1998 by Reed W. Mapes, as Vice President of Mapes & Mapes, Inc., on behalf of the Corporation. Reed W. Mapes is personally known to me and did not take an oath.

Niki C. Hackney
Signature of Person Taking Acknowledgment

NIKI C. HACKNEY
Name of Acknowledger Typed, Printed or Stamped

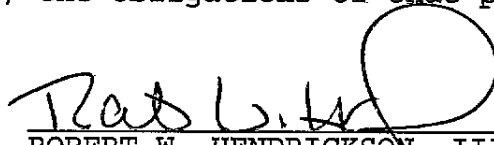
My commission expires:



RWH\CORP\RENAISSANCE SQ ART OF ORGANIZATION

CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR RENAISSANCE SQUARE, L.C.

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.


ROBERT W. HENDRICKSON, III

DATED: 10/28/98

FILED
98 NOV -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT A

Lots 1 thru 6, of Roesch and Leffingwells ReSubdivision as per the plat thereof recorded in Plat Book 1, Page 142, Public Records of Manatee County, Florida.

Together with:

Lots 1, 6, 7, and 12, Block 17, Adams Annex, as per plat thereof recorded in Plat Book 1, Page 158, and as Re-Surveyed in Plat Book 1, Page 228, Public Records of Manatee County, Florida.

FILED
98 NOV -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared Reed W. Mapes, who, being first duly sworn, deposes and says that:


1. Affiant is the Vice President of Mapes & Mapes, Inc., and has personal knowledge of the matters set forth herein.

2. Mapes & Mapes, Inc., is a Member of Renaissance Square, L.C., a Florida Limited Liability Company.

3. Renaissance Square, L.C., has at least two (2) Members.

4. The amount of current and anticipated contributions to the Company made or to be made by the Members is \$400,000.00, all of which shall be made in cash.

5. Further Affiant sayeth not.

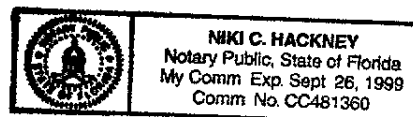

Reed W. Mapes

28th The foregoing instrument was acknowledged before me this day of October, 1998 by Reed W. Mapes who is personally known to me and who did take an oath.


Signature of Person Taking Acknowledgment

Niki C. Hackney
Name of Acknowledger Typed, Printed or Stamped

My commission expires:



RWH\CORP\RENAISSANCE SQ ART OF ORGANIZATION