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LAW OFFICES
LAWRENCE J. MARCHBANKS, P.A.

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WILDWOOD, FL 34785

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00789-01127-00671
March, 1999

W99-6042

Florida Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, FL 32399

400002798314-3
-03/08/99-01137-011
***337.50 ***337.50

Re: CRA of Crescent City, L.L.C.

Dear Sir/Madam:

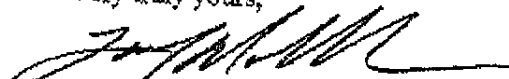
Enclosed you will find an original and one copy of the Articles of Organization of CRA of Crescent City, L.L.C. I would appreciate it if you would file the original Articles of Organization in your office. After the Articles of Organization have been filed, the copy of the Articles should then be certified. The certified copy of the Articles of Organization should then be mailed to my office.

You will also find enclosed a check in the amount of \$337.50, in payment of the following fees for the company:

Filing Fee	\$250.00
Designation of Registered Agent Fee	35.00
Certified Copy Fee	<u>52.50</u>
Total	\$337.50

If you have any questions, or should require additional information, please give me a call at your convenience.

Very truly yours,


Lawrence J. Marchbanks

LJM/cbs
Enclosures

Name	
Availability	
Document Examiner	
Updater	
User Verifier	
Acknowledgement	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 17 AM 11:30

799A00014421



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 12, 1999

LAWRENCE J. MARCHBANKS
110 CLEVELAND AVENUE
WOODLAND, FL 34785

SUBJECT: CRA OF CRESCENT CITY, L.L.C.
Ref. Number: W99000006042

We have received your document for CRA OF CRESCENT CITY, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00011923

**ARTICLES OF ORGANIZATION
OF
CRA OF CRESCENT CITY, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 17 AM 11:30

ARTICLE I - NAME

The name of the limited liability is "CRA of Crescent City, L.L.C."

ARTICLE II - DURATION

The limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State until the limited liability company is dissolved in accordance with Section 10.1 of its Operating Agreement.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the limited liability company is 105 Denver Road, Crescent City, Florida 32112.

ARTICLE IV - REGISTERED AGENT

The name and street address of the initial registered agent of the limited liability company is Nick Ballas, 105 Denver Road, Crescent City, Florida 32112.

ARTICLE V - ADDITIONAL MEMBERS

Additional members may be admitted to the limited liability company upon the unanimous agreement of all members of the limited liability company.

ARTICLE VI - CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of an event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall terminate and the limited liability company shall be dissolved, unless a majority of the remaining members of the limited liability company agrees to continue the business of the limited liability company.

ARTICLE VII - MANAGEMENT

The limited liability company is to be managed by a Management Committee consisting of five members. The names and mailing addresses of the members of the Management Committee are:

Dennis B. Brammeier
4838 Charlton Way
Delray Beach, FL 33445


Jonathan Legg
500 Hathaway Drive
Signal Mountain, TN 37377

Nick Ballas
1875 Old Tomoka Road
Ormond Beach, FL 32174

William A. Cross
P.O. Box 5266
Ormond Beach, FL 32175

James Brown
Route 2, Box 811
Crescent City, FL 32112

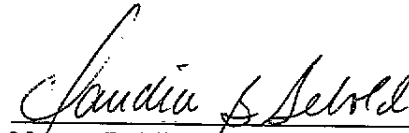
IN WITNESS WHEREOF, the undersigned member of the limited liability company has executed the Articles of Organization this 16 day of March, 1999.



Nick Ballas


STATE OF FLORIDA)
)
COUNTY OF SUMTER)

The foregoing instrument was acknowledged before me this 16th day of March, 1999, by Nick Ballas, who is either personally known to me or who has produced his drivers license ad identification.



Notary Public State of Florida

My commission expires: 1/10/2003

 Claudia B Sebold
My Commission CC801133
Expires January 10, 2003


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, CRA of Crescent City, L.L.C., desiring to organize under the laws of the State of Florida with its principal office as indicated in its Articles of Organization in the City of Crescent, County of Putnam, State of Florida, has named Nick Ballas, whose address is 105 Denver Road Crescent City, Florida 32112, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above limited liability company at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

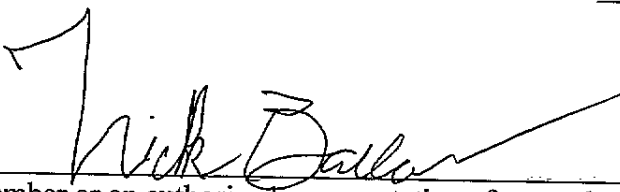
Dated: March 16, 1999.


Nick Ballas

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member or authorized representative of CRA of Crescent City, L.L.C. certifies:

1. The above named limited liability company has at least one member;
2. The total amount of cash contributed by the members is \$ 34,119.90;
3. If any, the agreed value of property other than cash contributed by members is \$130,000.00;
(A description of the property is attached as Exhibit "A" and made a part hereto); and
4. The total amount of cash and property contributed and anticipated to be contributed by members is \$194,119.90.



Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes and affirmation under the penalties of perjury that the facts stated herein are true.)

Nick Ballas, member of Management Committee

Typed or printed name of signee

EXHIBIT "A"

Description of Property

Two members of the Company have executed a Licensing Agreement with the Company, which has granted the company, the exclusive development and marketing rights to a patent (or equivalent rights) for machinery utilized by the company in the manufacture of its products. These rights assigned to the company are considered by the company to have a total value of \$130,000.00.