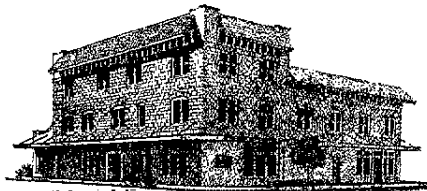


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HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.
ATTORNEYS AT LAW
200 Manatee Avenue West
Bradenton, Florida 34206-7544
(941) 746-1167

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



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

Fax: (941) 746-9229

March 26, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002821281--8
-03/29/99--01029--006
****285.00 ****285.00

Re: Articles of Organization for C & H Development of Florida, L.L.C.

To Whom It May Concern:

Enclosed herewith please find original duplicate sets of the referenced Articles of Organization with our firm's check payable to the Department of State for \$285.00 for filing.

Please return one original set to the attention of G. Joseph Harrison after filing. Thank you.

Very truly yours,

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

Jeanne Davis
Jeanne Davis, Secretary to
G. Joseph Harrison

vjd

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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PM 9:31

L99-2002

Name Availability	<i>49</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 1, 1999

JEANNE DAVIS
HARRISON HENDRICKSON DOUGLAS & KIRKLAND
1206 MANATEE AVENUE WEST
BRADENTON, FL 34205-7504

SUBJECT: C & H DEVELOPMENT OF FLORIDA, L.L.C.
Ref. Number: W99000007877

We have received your document for C & H DEVELOPMENT OF FLORIDA, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 799A00016640

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION
FOR
C & H DEVELOPMENT OF FLORIDA, L.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 C & H Development of Florida, L.L.C.

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 with special emphasis on development of build to suit facilities, together with the improvements thereon and all personal property associated therewith, and to engage in any other lawful activity.

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ARTICLE IV

Principal Office

The mailing address and the street address of the principal office of the Company shall be 1401 Manatee Avenue West, Suite 610, Bradenton, Florida 34205.

ARTICLE V

Registered Agent and Office

The initial registered agent for the Company shall be G. Joseph Harrison, and the address of the registered agent for service of process shall be 1206 Manatee Avenue West, Bradenton, Manatee County, Florida 34205.

ARTICLE VI

Management of Business

The Company is to be managed by a manager or managers. James J. Heagerty, Jr. will serve as the initial manager of the Company until the first annual meeting of the Members or until his 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 two (2) managers or less than one (1) manager. The managers shall be Members or Affiliates of Members. The names and addresses of the members are as follows:

James J. Heagerty

1401 Manatee Avenue West, Suite 610
Bradenton, Florida 34205

Michael M. Carter

c/o Mike Carter Construction, Inc., 1227 9th Avenue West,
Bradenton, Florida 34205

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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 the signature of all members unless a resolution is adopted by the Company authorizing the manager to act for the Company. A copy of any such resolution shall be attached to any such conveyance or instrument. 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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DIVISION OF CORPORATIONS
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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

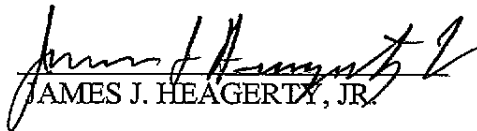
of such Regulations may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Regulations shall be set forth in the Regulations.

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.

IN WITNESS WHEREOF, the undersigned organizer of C & H Development of Florida, L.L.C., has executed these Articles of Organization this 25 day of MARCH, 1999.


JAMES J. HEAGERTY, JR.

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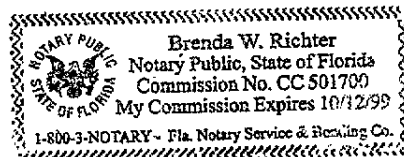
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 25th day of March, 1999 by JAMES J. HEAGERTY, JR., who is personally known to me and did not take an oath.


Signature of Person Taking Acknowledgment

Brenda W Richter
Name of Acknowledger Typed, Printed or Stamped

My commission expires:



CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR C & H DEVELOPMENT OF FLORIDA, L.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.


G. JOSEPH HARRISON

DATED: 3/25/99

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

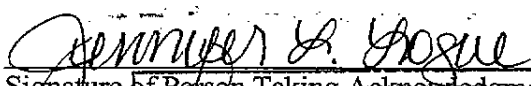

COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared James J. Heagerty, Jr., who, being first duly sworn, deposes and says that:

1. Affiant is a Manager of C & H Development of Florida, L.L.C., and has personal knowledge of the matters set forth herein.
2. Affiant is a Member of C & H Development of Florida, L.L.C., a Florida Limited Liability Company.
3. C & H Development of Florida, L.L.C., has at least two (2) Members.
4. The amount of current and anticipated capital contributions to the Company made or to be made by the Members is \$500.00, all of which shall be made in cash.
5. Further Affiant sayeth not.


JAMES J. HEAGERTY, JR.

The foregoing instrument was acknowledged before me this 25th day of March, 1999 by JAMES J. HEAGERTY who is personally known to me and who did take an oath.


Signature of Person Taking Acknowledgment
 Notary Public, State of Florida
My comm. expires July 8, 2002
Comm. No. CC757572

Name of Acknowledger Typed, Printed or Stamped
Jennifer L. Logue
My commission expires:

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