

5 pages

Articles of Organization
Of
Florida Development Partners, L.C.

The undersigned member, being authorized to execute and file these Articles of Organization of Florida Development Partners, L.C., a Florida limited liability company (the "Company"), hereby certifies that:

Article I – Name

The name of this Company is Florida Development Partners, L.C.

Article II– Principal Office

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

John Yanopoulos
9375 SW 93rd Place
Miami, Florida 33176

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article III– Duration

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State. The Company shall have perpetual existence.

Article IV - Management

The Company shall be managed by one or more Managers appointed by the Members. The name and address of the initial Manager, who shall serve until such time as the Members appoint his successor, is:

John J. Yanopoulos
9375 SW 93rd Place
Miami, Florida

Article V – Admission of Additional Members

The Company may admit additional members upon approval of then existing members owning two-thirds (2/3rd) of the Units of the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established

from time to time by the Manager(s), and approved by the then existing members owning two-thirds (2/3rd) of the Units of the Company, and upon such member's agreement to comply with these Articles of Organizations and the Regulations of the Company.

Article VI – Members' Rights to Continue Business

The Company shall not be dissolved by the death, bankruptcy or dissolution of a member.

Article VII – Limitation on Agency Authority of Members

Pursuant to Section 608.424, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

Article VIII – Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Gregg S. Truxton
Bolaños, Truxton & Youngs, P.A.
12800 University Drive, Suite 240
Ft. Myers, Florida 33907

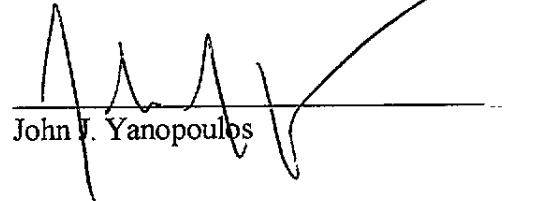
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Article IX – Amendment

These Articles of Amendment may be amended or repealed upon the unanimous approval of the members of the Company.

In Witness Whereof, the undersigned, has executed the foregoing Articles of Organization as of this 20 day of April, 1999.


Initial Member:


John J. Yanopoulos

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida Statutes:

Having been appointed registered agent of Florida Development Partners, L.C., in its Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.


Gregg S. Truxton
12800 University Drive, Suite 240
Ft. Myers, Florida 33907

Dated: April 22, 1999

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

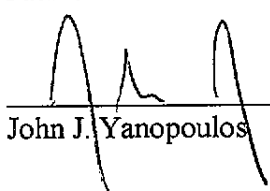
Pursuant to Section 608.407(2), Florida Statutes, the undersigned member of Florida Development Partners, L.C., a Florida limited liability company (the "Company"), who, upon being duly sworn, certifies the following:

1. The Company has at least one (1) member.
2. As of the date hereof, the amount of capital contributions to the Company made by the initial members is as follows: \$1,500.00.
3. The anticipated amount of additional capital contributions to the Company made by the members is as follows: \$0.
4. There have been no contributions to the Company made by the members other than cash contributions and contributions of promissory notes.

Under penalties of perjury, the undersigned member of the Company, declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

Dated: April 20, 1999.


Member:


John J. Yanopoulos

State of Florida

County of Lee

The foregoing instrument was acknowledged before me this 20 day of April, 1999, by John J. Yanopoulos. He (☒) is personally known to me or () has produced N/A as identification.


Notary Public, State of Florida

Print Name:

My commission expires:

