

Stanley A. Tarkow
Vice President and General Counsel

L990000002444

April 26, 1999



WYNNTON
GROUP

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Breezy Island, L.L.C.

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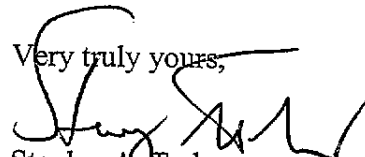
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****285.00 ****285.00

Ladies and Gentlemen:

Enclosed please find the Articles of Organization, Affidavit, and Registered Agent's Acceptance for the captioned limited liability company with our check for Two Hundred Eight-five 00/100 Dollars.

Very truly yours,


Stanley A. Tarkow

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 27 PM 5:00

FILED

L99-2444

Name	JP 4-29
Availability	JP
Document	JP
Examiner	JP
Operator	JP
Updater	JP
Verifier	JP
Acknowledgment	JP
W.P. Verifier	JP

ARTICLES OF ORGANIZATION

OF

Breezy Island, L.L.C.

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99 APR 27 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a Limited Liability Company (the "Limited Liability Company") under the laws of the State of Florida, does set forth the following:

1. Name.

The name of the Limited Liability Company is:

BREEZY ISLAND, L.L.C.

2. Period of Duration.

The period of duration of the Limited Liability Company shall be from the date of filing until the first to occur of the following:

(i) December 31, 2025,

(ii) Dissolution of the Limited Liability Company pursuant to provisions of the Act.

3. Purpose and Powers.

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida to be engaged in by a Limited Liability Company organized and existing under the Act. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing under the Act.

4. Mailing Address and Street Address.

The mailing address and the street address of the Limited Liability Company is 1430 Wynnton Road, Columbus, Georgia 31906.

5. Registered Office and Registered Agent.

The registered office of the Limited Liability Company is 511 Bay Street, Suite 410, Tampa, Florida 33606, and the name of its registered agent at such address is Stanley A. Tarkow.

6. Management.

The Limited Liability Company shall be managed by a manager. The name and address of the initial manager who shall serve until the first annual meeting of members or until his successor or successors are elected and qualified are as follows:

Wynnton Capital Partners, L.P.
1430 Wynnton Road
Columbus, GA 31906

7. Admission of Additional Members.

No person may be admitted as an additional member of the Limited Liability Company unless each member consents thereto in writing.

8. Dissolution.

Upon the death, bankruptcy, retirement, expulsion, or dissolution of a member of the Limited Liability Company, the Limited Liability Company shall be dissolved in accordance with the provisions of the Act, provided, however, that the remaining members, if any, may consent to continue the business of the Limited Liability Company by the affirmative vote.

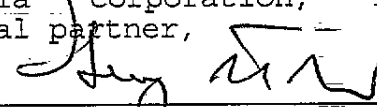
9. Additional Contributions.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Limited Liability Company.

IN WITNESS WHEREOF, these Articles of Organization are executed by the undersigned, the sole manager, this 26 day of April, 1999.

WYNNTON CAPITAL PARTNERS, L.P., a
Georgia limited partnership

By: WYNNTON INTERNATIONAL, INC., a
Georgia corporation, its sole
general partner,

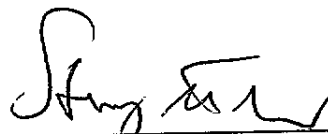
By: 
Stanley A. Tarkow, Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, a resident of the State of Florida, having been named in the foregoing Articles of Organization as the initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations of registered agent provided for under Section 608.415, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the Limited Liability Company.

DATED, this 26 day of April, 1999.



Stanley A. Tarkow
511 Bay Street, Suite 410
Tampa, Florida 33606

FILED

59 APR 27 PM 5:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT
OF MEMBER OF
BREEZY ISLAND, L.L.C.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The undersigned member of BREEZY ISLAND, L.L.C., a Florida limited liability company, hereby declares as follows:

1. The Limited Liability Company has at least one (1) member.

2. The members of the Limited Liability Company have contributed the following:

Cash \$100.00

3. The amount anticipated to be contributed by the members of the Limited Liability Company, including that set forth in paragraph 2, is:

Cash \$100.00

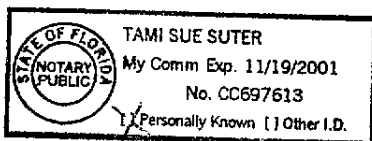
4. No property is to be contributed to the Limited Liability Company.

5. This Affidavit is executed by the undersigned member of the Limited Liability Company.

WYNNTON CAPITAL PARTNERS, L.P., a
Georgia limited partnership

By: WYNNTON INTERNATIONAL, INC., a
Georgia corporation, its sole general
partner,

Stanley A. Tarkow
Stanley A. Tarkow, Vice President



SWORN AND SUBSCRIBED TO before me this 26 day of April, 1999 by Stanley A. Tarkow, Vice President of Wynnton International, Inc., a Georgia corporation, the sole general partner of Wynnton Capital Partners, L.P., a Georgia limited partnership, as a member of BREEZY ISLAND, L.L.C., a Florida limited liability company. He is personally known to me and did take an oath.

Tami Sue Suter
NOTARY PUBLIC, State of Florida
My Commission Expires: 11/19/2001