



THE UNITED STATES CORPORATION COMPANY

L99000003064

ACCOUNT NO. : 072100000032

REFERENCE : 255786 4352702

AUTHORIZATION :

Patricia Pajets

COST LIMIT : \$ 337.50

ORDER DATE : May 27, 1999

ORDER TIME : 10:47 AM

ORDER NO. : 255786-005

900002888469--1

CUSTOMER NO: 4352702

RECEIVED

99 MAY 27 PM 1:55

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Ms. Lisa Folis
WILLIAMS PARKER HARRISON DIETZ
WILLIAMS PARKER HARRISON DIETZ
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC FILING

NAME: THE CATALANO GROUP, L.L.C.

EFFECTIVE DATE:

(4)

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:55

BK
5/27/99

**ARTICLES OF ORGANIZATION
OF
THE CATALANO GROUP, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 9AM 1:55

The undersigned subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. Name. The name of the Company is The Catalano Group, L.L.C.
2. Duration. The existence of the Company shall begin on the date of filing of these Articles of Organization with the Department of State of the State of Florida, and shall be perpetual.
3. Principal Office. The mailing address and the street address of the principal office of the Company is:

5260 Sunnysdale Circle East
Sarasota, Florida 34233

4. Manager. The Company is to be managed by a manager. The name and address of the manager who is to serve until the first annual meeting of members, or until his successor is elected and qualifies, whichever shall first occur, are as follows:

Albert Catalano
5260 Sunnysdale Circle East
Sarasota, Florida 34233

5. Additional Members. The existing members of the Company may admit additional members upon the unanimous consent of the then existing members and payment of a capital contribution by the new members, in cash or property, to be determined at the time of such admission by the then existing members.
6. Continuation of Business. In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of the Company, or the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall continue in existence and the remaining members may continue the business of the Company unless the majority-in-interest of the then remaining members consent in writing to the dissolution of the Company.

7. Amendment. These Articles of Organization may be amended in the manner provided in the Regulations of the Company.

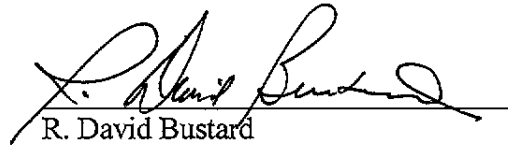
8. Registered Agent. The name of the initial registered agent, and the address of the initial registered office, of the Company is:

R. David Bustard, Esq.
Williams, Parker, Harrison, Dietz & Getzen
200 South Orange Avenue
Sarasota, Florida 34236

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:55

By execution hereof, the undersigned accepts appointment as registered agent of the Company and acknowledges that he is familiar with and accepts the obligations of that position.

In witness whereof, the undersigned has executed these Articles of Organization this 26th day of May, 1999.



R. David Bustard
Authorized Representative of
Albert Catalano, a member of the
Company

RDB-356271.1

LIMITED LIABILITY COMPANY AFFIDAVIT

STATE OF FLORIDA
COUNTY OF SARASOTA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:55

R. David Bustard, an authorized representative of Albert Catalano, a member of The Catalano Group, L.L.C., a Florida limited liability company (the "Company") deposes and says:

1. \$3,000 is being contributed by the members at the time of formation.
2. \$62,000 is anticipated to be contributed by the members.
3. No property other than cash is anticipated to be contributed by the members.

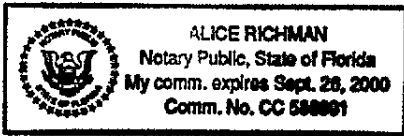
Signed this 26th day of May, 1999.

[Signature]
R. David Bustard
Authorized Representative

SWORN TO AND SUBSCRIBED before me this 26th day of May 1999 by R. David Bustard, who is personally known to me or who has produced _____ as identification. If no type of identification is indicated, the above-named person is personally known to me.

[Signature]
Signature of Notary Public
Alice Richman
Print Name of Notary Public

(Notary Seal)



I am a Notary Public of the State of Florida, and my commission expires on Sept. 28, 2000.