



THE UNITED STATES
CORPORATION
COMPANY

L99000004257

ACCOUNT NO. : 072100000032

REFERENCE : 306534 4320888

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 14, 1999

ORDER TIME : 11:49 AM

ORDER NO. : 306534-005

CUSTOMER NO: 4320888

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-07/14/99--01019--023

****337.50 ****337.50

CUSTOMER: Ms. April Haley
LIVINGSTON PATTERSON
LIVINGSTON PATTERSON
46 N. Washington Blvd.

Sarasota, FL 34236

DOMESTIC FILING

NAME: CLOUDVIEW, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 14 PM 4:28

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99 JUL 14 PM 12:54
TALLAHASSEE, FLORIDA
OFFICE OF THE SECRETARY OF STATE

66-41-6
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**ARTICLES OF ORGANIZATION FOR
CLOUDVIEW, L.L.C.**

The undersigned, desiring to form a limited liability company (the "Company") pursuant to the Florida Limited Liability Company Act, hereby makes and declares these Articles of Organization:

ARTICLE I - Name

The name of the Company is Cloudview, L.L.C.

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 3535 Jacinto Court, Sarasota, Florida 34239.

ARTICLE III - Duration

The period of duration of the Company shall be for a period of thirty (30) years.

ARTICLE IV - Management

The Company shall be managed by one manager. The name and address of the initial manager who is to serve until the first annual meeting of the members or until his successor is elected and qualified is John V. Cloud, III, 3535 Jacinto Court, Sarasota, Florida 34239.

ARTICLE V - Admission of Additional Members

Additional members may be admitted to the Company with the consent of members holding at least a two-thirds' interest in the Company if permitted by law and upon such terms as may be agreed upon by such members.

A member's interest in the Company may not be transferred or assigned except as provided in an operating agreement among the members.

ARTICLE VI - Members Rights to Continue Business

The remaining member or members shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

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ARTICLE VII - Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, 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 - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Cloudview, L.L.C.

- a. the above named Company has at least one member;
- b. the total amount of cash contributed by the member(s) is: \$100.00;
- c. if any, the agreed value of property other than cash contributed by member(s) is: 0; and
- d. the total amount of cash and property contributed and anticipated to be contributed by member(s) is: \$100.00.


JOHN PATTERSON, as authorized
representative of a member

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EXHIBIT A
CLOUDVIEW, L.L.C.
MEMBERS

MEMBER

CASH CONTRIBUTED

John V. Cloud III
3535 Jacinto Court
Sarasota FL 34239

\$100.00

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, CLOUDVIEW, L.L.C. submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is CLOUDVIEW, L.L.C.

2. The name and address of the registered agent and office is: JOHN PATTERSON, 46 N. Washington Boulevard, Suite 1, Sarasota, Florida 34236.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


JOHN PATTERSON

Date: July 13th, 1999

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