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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Granite Street Management LLC

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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NEW FILINGS
Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS
Amendment
Resignation of R.A. Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

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OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
X Other LLC

BK
8/5/99

Ordered By:

ARTICLES OF ORGANIZATION

OF

GRANITE STREET MANAGEMENT, LLC

The undersigned, being a duly authorized representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization and hereby certifies:

ARTICLE I: NAME

The name of the limited liability company is Granite Street Management, LLC (the **"Limited Liability Company"**).

ARTICLE II: ADDRESSES

The mailing address of the Limited Liability Company is Post Office Box 30, St. Petersburg, Florida, 33731. The street address of the principal office of the Limited Liability Company is259 Third Street North, St. Petersburg, Florida, 33701.

ARTICLE III: DURATION

The period of duration for the Limited Liability Company shall commence with the filing of these Articles of Organization with the Florida Secretary of State and shall continue perpetually, unless terminated (i) by the unanimous vote of all Members of the Limited Liability Company or (ii) in accordance with the Limited Liability Company's Regulations; provided always, however, that upon any such termination event, the existence and business of the Limited Liability Company may be continued by amendment of these Articles of Organization or the Regulations providing for the continued existence of the Limited Liability Company.

ARTICLE IV: PURPOSE

The purpose for which the Limited Liability Company is being formed is to engage in any activity or business permitted under the laws of the United States and State of Florida.

ARTICLE V: REGISTERED AGENT AND OFFICE

The Limited Liability Company designates 259 Third Street North, St. Petersburg, Florida, 33701, as the street address of the initial registered office of the Limited Liability Company and names Robert H. Willis, Jr., as the Limited Liability Company's initial registered agent at that address to accept service of process within the State of Florida.

ARTICLE VI: ADDITIONAL MEMBERS

Additional Members of the Limited Liability Company may be admitted upon the approval of all of the Members of the Limited Liability Company and otherwise in the manner set forth in the Regulations of the Company.

ARTICLE VII: MANAGEMENT

The Limited Liability Company shall be conducted, carried on and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Limited Liability Company in the manner prescribed by and provided in the Regulations of the Limited Liability Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Limited Liability Company. The name and address of the initial Manager are as follows:

Robert H. Willis, Jr.	259 Third Street North St. Petersburg, FL 33701

Such Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

ARTICLE VIII: REGULATIONS

The power to adopt, alter, amend or repeal the Regulations of the Limited Liability Company shall be vested in the Members of the Limited Liability Company.

ARTICLE IX: LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to section 608.424 of the Florida Limited Liability Company Act, no Member of the Limited Liability Company shall be an agent for the Limited Liability Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Limited Liability Company solely by virtue of being a Member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 4th day of August, 1999.

Robert H. Willis, Jr.
Signature of Authorized Representative of Member
Executing the Articles of Organization

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

State of Florida :
County of Pinellas :

The undersigned Member and authorized representative of all Member(s) of Granite Street Management, LLC, (the "**Limited Liability Company**"), hereby certifies:

(a) the above named Limited Liability Company has at least one member;
(b) the total amount of cash contributed by the Member(s) is $100,000;
(c) the Member(s) are anticipated to contribute an additional $400,000 in cash to the Limited Liability Company;
(d) there is no property other than cash contributed or anticipated to be contributed by the Members; and
(e) the total amount of cash and property contributed and anticipated to be contributed by the Members is $500,000.

Further, affiant sayeth not.

Robert H. Willis, Jr.
Signature of Member and Authorized Representative of Member(s) Executing the Articles of Organization

(In accordance with Section 608.408(3), Florida Statutes, execution of this affidavit constitutes an affirmation under the penalties of perjury that facts stated herein are true.)

Robert H. Willis, Jr.,
As Member and Manager

The foregoing instrument was acknowledged before me this 4th day of August, 1999, by Robert H. Willis, Jr., who is personally known to me and who did take an oath.

Lori J. Emerson
Lori J. Emerson
Notary Public—State of Florida
My. Commission Expires:

[Notary Seal or Stamp]

NOTARY PUBLIC
LORI J. EMERSON
Notary Public, State of Florida
My Comm. Expires Mar. 27, 2001
No. CC650748

CERTIFICATE DESIGNATING PLACE, BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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DIVISION OF CORPORATIONS
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In pursuant of chapter 48.091, Florida Statutes, or more applicable statutes, the following is submitted:

FIRST: That GRANITE STREET MANAGEMENT, LLC, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at 259 Third Street North, City of St. Petersburg, County of Pinellas, State of Florida, 33701, has named Robert H. Willis, Jr., located at 259 Third Street North, City of St. Petersburg, County of Pinellas, State of Florida, 33701, as the agent to accept service of process with this State.

SECOND: Further, said GRANITE STREET MANAGEMENT, LLC, has designated the location 259 Third Street North, City of St. Petersburg, County of Pinellas, State of Florida, 33701, as its registered office, and said Robert H. Willis, Jr., as its registered agent, pursuant to the provisions of Florida Statutes.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Limited Liability Company, at place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of the Florida Limited Liability Act and am familiar with and fully accept the designation as registered agent for said Limited Liability Company and the obligations of that position.

Robert H. Willis, Jr.
As Registered Agent

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