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August 23, 1999

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002976631--7
-09/02/99-01029-004
****337.50 ****337.50

SUBJECT: Dos Hombres, L.L.C.

Dear Sir or Madam:

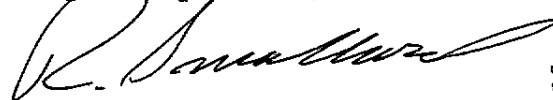
Enclosed is an original and one copy of the articles of organization and a check for:

\$285	\$293.75	✓ \$337.50	\$346.25
Filing Fee	Filing Fee,	Filing Fee,	Filing Fee,
and Regis-	Registered	Registered	Registered
tered Agent	Agent Desig-	Agent Desig-	Agent Desig-
Designation	nation, and	nation and	nation, Certified
	Certificate	Certified Copy	Copy, and
			Certificate

If you should have any questions, please do not hesitate to call.

With kindest regards, I remain,

Very Truly Yours,



Robert T. Smallwood II

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**Articles of Organization
of
Dos Hombres, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Dos Hombres, L.L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 6157 Midnight Pass Road, # 11, Sarasota, FL 34242.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Edwin K. Wisbrun, 6157 Midnight Pass Road, # 11, Sarasota, FL 34242.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the

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company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

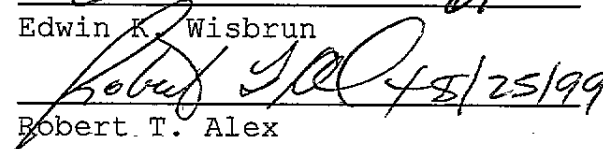
NAME

ADDRESS

Edwin K. Wisbrun, 6157 Midnight Pass Road, # 11, Sarasota, FL 34242
Robert T. Alex, 6157 Midnight Pass Road, # 11, Sarasota, FL 34242

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Sarasota Florida, on August 24, 1999.


Edwin K. Wisbrun


Robert T. Alex

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Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Dos Hombres, L.L.C., deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is: \$200.00.
3. If any, the agreed value of property other than cash contributed by the members is: NONE.
4. The total amount of cash or property anticipated to be contributed by the members is: \$200.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER.

Dated: August 25, 1999

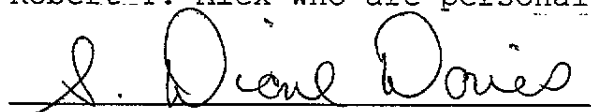

Edwin K. Wisbrun

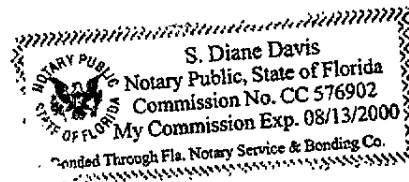

Robert T. Alex

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

Sworn before me this August 25, 1999, by Edwin K. Wisbrun and Robert T. Alex who are personally known to me.


~~Robert T. Smallwood II~~
Notary Public, State of Florida
S. Diane Davis



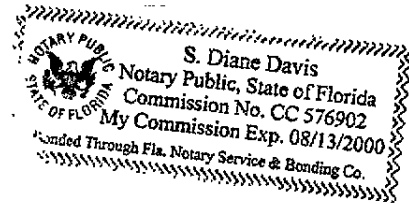
STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to and subscribed before me this 24th day of August by Edwin
K. Wisbrun and Robert T. Alex, who are both personally known to me.

S. Diane Davis

Robert T. Smallwood II, Notary Public
State of Florida

S. Diane Davis



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Acceptance of Registered Agent

The undersigned, being the person named in the articles of organization of Dos Hombres, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Edwin K. Wisbrun, Registered Agent

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