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Polo Holdings LLC

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<input type="checkbox"/>	Profit
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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
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REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
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<input checked="" type="checkbox"/>	Other LLC

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**ARTICLES OF ORGANIZATION
OF
POLO HOLDINGS, LLC**

The undersigned hereby certifies that the Members have associated together for the purpose of becoming a Limited Liability Company under Florida Statutes Chapters 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

**ARTICLE I.
NAME**

The name of the Limited Liability Company shall be POLO HOLDINGS, LLC.

**ARTICLE II.
DURATION; EFFECTIVE DATE**

This Limited Liability Company shall exist perpetually, commencing as of the date on which these Articles of Organization are filed with the State of Florida Department of State.

**ARTICLE III.
ADDRESS; PRINCIPAL OFFICE**

The mailing address of the Limited Liability Company and the street address of the principal office Limited Liability Company is 101 E. Kennedy Blvd., Suite 3300, Tampa, FL 33602.

**ARTICLE IV.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Limited Liability Company is 101 E. Kennedy Blvd., Suite 3300, Tampa, FL 33602, and the name of its initial registered agent at such address is Brad A. Gordon.

**ARTICLE V.
PURPOSE**

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE VI.
RESTRICTIONS ON TRANSFER OF MEMBERSHIP;
RIGHT TO ADMIT ADDITIONAL MEMBERS

A Member's interest in the Limited Liability Company may not be sold or otherwise transferred except with the written consent of a Managing Member of the Limited Liability Company and must be otherwise in accordance with the Regulations of this Limited Liability Company.

Admission of new Members requires the vote of the Managing Member of the Limited Liability Company. Contributions required of new Members shall be determined as of the time of admission to the Limited Liability Company in accordance with the Regulations.

The ownership interests and voting rights and interests of the Members shall be determined in accordance with the Regulations.

ARTICLE VII.
CONTINUATION

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Limited Liability Company, the remaining Members shall have the right to continue the business upon affirmative vote of a majority of the remaining Members.

ARTICLE VIII.
MANAGEMENT

Management of the Limited Liability Company is reserved to its Managing Member in accordance with the Regulations of the Limited Liability Company. The name of the Managing Member is as follows: JOHN P. MICHAELS, JR., Trustee of the JOHN P. MICHAELS, JR. FAMILY TRUST dated April 27, 1978, as amended and restated January 26, 1998, JOHN P. MICHAELS, JR., Settlor and Trustee. The address of the Managing Member is 101 East Kennedy Boulevard, Suite 3300, Tampa, Florida 33602.

**ARTICLE IX.
REGULATIONS**

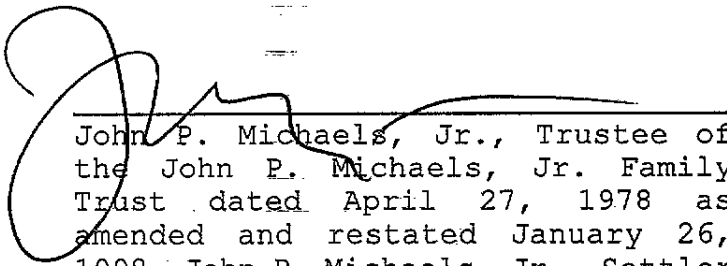
The Members of the Limited Liability Company shall have the power to adopt, alter, amend, or repeal initial Regulations which may contain any provisions for the regulation and management of the affairs of the Limited Liability Company that are not inconsistent with applicable law or these Articles of Organization.

**ARTICLE X.
AMENDMENT**

These Articles of Organization may be amended by a vote of a majority of the Managing Member and other approvals in accordance with the Regulations of the Limited Liability Company.

The undersigned, being the Managing Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of POLO HOLDINGS, LLC.

Executed by the undersigned on August 31, 1999.



John P. Michaels, Jr., Trustee of
the John P. Michaels, Jr. Family
Trust dated April 27, 1978 as
amended and restated January 26,
1998, John P. Michaels, Jr., Settlor
and Trustee.

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for the POLO HOLDINGS, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 31 day of August, 1999.



Brad A. Gordon

**AFFIDAVIT OF
LIMITED LIABILITY COMPANY
MEMBER CONTRIBUTIONS FOR
POLO HOLDINGS, LLC**

The undersigned, constituting the Managing Member of POLO HOLDINGS, LLC, a Florida Limited Liability Company (the "Limited Liability Company"), states and certifies as follows:

1. The Limited Liability Company has at least two (2) Members.

2. The amount of cash capital contributions to the Limited Liability Company made by the Members, in the aggregate, is One Thousand Dollars (\$1,000.00).

3. No property other than cash has been contributed.

4. The amount of additional cash capital contributions anticipated to be contributed is ZERO.

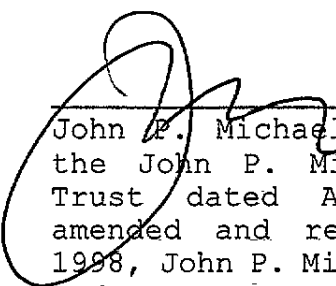
5. It is not anticipated that any property other than cash shall be contributed.

6. Therefore, the total contributions by the Members is One Thousand Dollars (\$1,000.00).

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

DATED this 31 day of August, 1999.



John P. Michaels, Jr., Trustee of
the John P. Michaels, Jr. Family
Trust dated April 27, 1978 as
amended and restated January 26,
1998, John P. Michaels, Jr., Settlor
and Trustee