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ORDER DATE : October 18, 1999

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ORDER NO. : 417220-010

CUSTOMER NO: 11176A

CUSTOMER: Gary A. Kahle, Esq  
SCHWARZ, KAHLE & KELLER, P.A.  
SCHWARZ, KAHLE & KELLER, P.A.  
Suite B  
21229 Olean Boulevard  
Port Charlotte, FL 33952

DOMESTIC FILING

NAME: VETERANS BOULEVARD  
INVESTMENTS, 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: Erika Carlson

EXAMINER'S INITIALS:

MJH

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SECRETARY OF STATE  
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99 OCT 18 PM 3:58

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TALLAHASSEE, FLORIDA

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99 OCT 18 PM 3:58

**ARTICLES OF ORGANIZATION OF  
VETERANS BOULEVARD INVESTMENTS, L.L.C.**

**ARTICLE I**

**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this limited liability company shall be Veterans Boulevard Investments, L.L.C., and the mailing address and street address of its principal office shall be 3005 Caring Way, Port Charlotte, Florida 33952, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**

**PURPOSES AND POWERS**

This limited liability company is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida and shall have all of the powers authorized by the State of Florida for limited liability companies but shall remain subject to statutes and regulations of the laws of the State of Florida for regulating and controlling business.

**ARTICLE III**

**MANAGEMENT**

This limited liability company is to be a manager-managed company and shall be managed by one manager. The name and address of the person who shall serve as manager until the first annual meeting of the members or until his successor is elected and qualified is as follows:

Name	Address
Carlo J. LoRiccio	3005 Caring Way, Port Charlotte, Florida 33952

Instruments and documents for the acquisition, mortgage, disposition, conveyance, lease, sale, or transfer of the personal property or real property of this limited liability company may be executed on its behalf by one or more managers.

**ARTICLE IV**

**MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise

transferred except with unanimous written consent of all members.

On 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 on unanimous consent of the remaining members.

## ARTICLE V

### DURATION

This limited liability company shall exist perpetually until dissolved in a manner provided by law, or as provided in the regulations adopted by the members and shall commence its existence on the date of execution of these Articles.

## ARTICLE VI

### AMENDMENT

These articles may be amended by a vote of a majority in interest of the members.

## ARTICLE VII

### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this limited liability company is 3005 Caring Way, Port Charlotte, Florida 33952, and the name of the company's initial registered agent for service of process at that address is Carlo J. LoRizzo.

The undersigned, being one of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Veterans Boulevard Investments, L.L.C.

Executed by the undersigned at Port Charlotte, Florida on October 13, 1999.

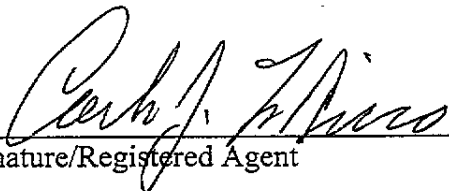
Veterans Boulevard Holdings, Inc.  
a Florida corporation

By

  
Carlo J. LoRizzo, its President  
Member

Acceptance of Registered Agent

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 am familiar with and accept the obligation of my position as registered agent.

  
\_\_\_\_\_  
Signature/Registered Agent

October 15, 1999  
Date

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