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PLEASE REPLY TO:
POST OFFICE BOX 11025
FT. LAUDERDALE, FL 33339

OF COUNSEL:
WILLIAM ROBERT LEONARD

November 9, 1999

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

RE: MANN EQUITIES COMPANY, L.C.

Ladies/Gentlemen:

Enclosed for filing in your records is an original Articles of Organization for the above-referenced limited liability company. Also enclosed is a copy of said executed Articles of Organization for certifying and returning to me in the self-addressed, stamped envelope.

Also enclosed is our check in the amount of \$337.50, payable to Secretary of State of Florida representing the required filing fees.

If you have any questions, please do not hesitate to contact me. Thank you.

Very truly yours,

Brenda C. Mazy, for
Richard W. Morrison

RWM:bcm
Enclosures
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NOV 12 PM 4:44
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
MANN EQUITIES COMPANY, L.C.

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles of Organization shall be the Charter and authority for the conduct of business of such limited liability company in accordance with Chapter 608, Florida Statutes.

ARTICLE I. - Name:

The name of the Limited Liability Company is: MANN EQUITIES COMPANY, L.C.

ARTICLE II. - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III. - Address:

The mailing address and street address of the principal office of the Limited Liability Company shall be as follows:

Mailing Address: 599 Ocean Shore Boulevard, Ormond Beach, FL 32176.

Street Address: 599 Ocean Shore Boulevard, Ormond Beach, FL 32176.

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92 NOV 12 PM 4:44
NOTARY PUBLIC
TALLAHASSEE, FLORIDA

ARTICLE IV - Registered Agent:

The name and address of the initial Registered Agent in the State of Florida is:

Richard W. Morrison, Attorney at Law, 4875 North Federal Highway, 10th Floor, Fort Lauderdale, Florida, 33308.

ARTICLE V. - Admission of Additional Members:

The right to admit additional members is not given.

ARTICLE VI. - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company is not given.

ARTICLE VII - Management:

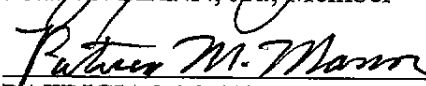
The management of the limited liability company is reserved to its members.

John J. Mann, Jr., 599 Ocean Shore Boulevard, Ormond Beach, FL 32176;

Patricia M. Mann, 599 Ocean Shore Boulevard, Ormond Beach, FL 32176.

The undersigned Incorporators have executed these Articles of Organization this 29 day of October, 1999.


JOHN J. MANN, JR., Member


PATRICIA M. MANN, Member

FILED
99 NOV 12 PM 4:45
CLERK OF DISTRICT COURT
MIAMI ASSOCI, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: MANN EQUITIES COMPANY, L.C.
2. The name and the Florida street address of the registered agent are:

RICHARD W. MORRISON
Attorney at Law
4875 North Federal Highway, 10th Floor
Fort Lauderdale, Florida 33308

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


RICHARD W. MORRISON