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November 22, 1999

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AND CERTIFIED MEDIATOR

ADDITIONAL JURISDICTIONS

* ADMITTED IN ILLINOIS

** ADMITTED IN U.S. VIRGIN ISLANDS

*** ADMITTED IN MICHIGAN

† ADMITTED IN WASHINGTON, D.C.

†† ADMITTED IN OHIO

††† LL.M. IN OCEAN AND COASTAL LAW

VIA CERTIFIED MAIL/RETURN RECEIPT REQUESTED
ARTICLE NUMBER: P 967 628 921

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Dolphin, L.L.C.
Client/Matter #: 22215/47236

To Whom it May Concern:

Enclosed please find Articles of Organization of Dolphin, L.L.C. and Certificate of Designation of Bruce P. Chapnick Registered Agent/Registered Office for filing with the State, as well as a check in the amount of \$155.00 for this service. I have also enclosed an additional copy of the Articles and Certificate to be certified and returned to the following:

Bruce P. Chapnick, Esq.
Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.
2033 Main Street, Suite 600
Sarasota, Florida 34237

Should you have any questions or concerns regarding this request, please contact the undersigned.

99 NOV 30 PM 12:10
DIVISION OF CORPORATIONS
STATE OF FLORIDA

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***155.00 ***155.00

Department of State
Division of Corporations
November 22, 1999
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Very truly yours,

ICARD, MERRILL, CULLIS,
TIMM, FUREN & GINSBURG, P.A.



Talia R. Kohne
Assistant to Bruce P. Chapnick, Esq.

/trk
Enclosures

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ARTICLES OF ORGANIZATION
OF
DOLPHIN, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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 Dolphin, L.L.C. ("Company").

ARTICLE II
PURPOSE AND POWER

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the managers of the Company.

ARTICLE III
MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company shall be c/o Bruce P. Chapnick, Esq., 2033 Main Street, Suite 600, Sarasota, Florida 34237.

ARTICLE IV
INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered agent of the Company in the State of Florida is:

Bruce P. Chapnick, Esq.
2033 Main Street, Suite 600
Sarasota, Florida 34237

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DIVISION OF CORPORATIONS
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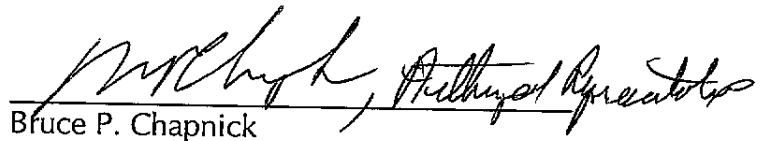
ARTICLE V
MANAGEMENT

The Company is to be a manager-managed company.

ARTICLE VI
OPERATING AGREEMENT

The Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Agreement of the Company, as amended and in existence from time to time.

IN WITNESS WHEREOF, the undersigned member (or authorized representative) has executed these Articles of Organization at Sarasota, Florida, as of November 22, 1999.


Bruce P. Chapnick
Authorized Representative

CERTIFICATE OF DESIGNATION OF BRUCE P. CHAPNICK REGISTERED AGENT/REGISTERED OFFICE

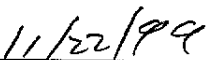
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY DESCRIBED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Dolphin, L.L.C.
2. The name and address of the registered agent and office is:

Bruce P. Chapnick, Esq.
2033 Main Street, Suite 600
Sarasota, Florida 34237

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 as registered agent.


(Signature)


(Date)

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