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December 2, 1999

MJH

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

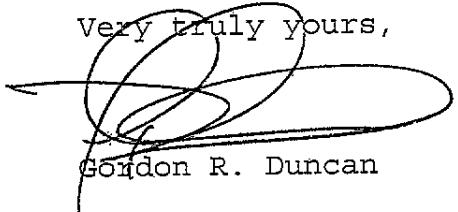
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RE: Back Bay Marina of Southwest Florida, L.L.C.
Our File #099.0698

To Whom It May Concern:

Enclosed is a check in the amount of \$125.00 to cover the cost of filing the attached Articles of Organization for Back Bay Marina of Southwest Florida, L.L.C. and the fee for Designation of Registered Agent. Upon registration, please issue an acknowledgement letter to my attention. If I can be of further assistance, please feel free to call me.

Very truly yours,


Gordon R. Duncan

/dms

Enc.

99 DEC -6 PM 4:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS
F11.50

ARTICLES OF ORGANIZATION
BACK BAY MARINA OF SOUTHWEST FLORIDA, L.L.C.

ARTICLE 1

The name of the Limited Liability Company is:
Back Bay Marina of Southwest Florida, L.L.C.

ARTICLE 2

The mailing address and street address of the principal office of the Limited Liability Company is:
**8953 Terrene Ct.
Bonita Springs, Fl. 34135**

ARTICLE 3

The name and the Florida street address of the registered agent are:
**Salvatore A. Schiafone
8953 Terrene Ct.
Bonita Springs, Fl. 34135**

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 as provided for in Chapter 608, Florida Statutes.



Registered Agent's Signature

ARTICLE 4

The management of this Limited Liability Company is reserved to the members.

ARTICLE 5

The period of duration of this Limited Liability Company is perpetual.

DT Investments, Inc. of Southwest Florida,
a Florida corporation as Member



by: Salvatore A. Schiafone, President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS