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DAVID A. CAIRNS, P.A.

256 - 10th AVENUE
VERO BEACH, FL 32962
TELE: (561) 562-9471

ATTORNEY AT LAW
CERTIFIED CIRCUIT COURT MEDIATOR

FAX: (561) 562-9716

September 23, 2001

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State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: The Mitchell Group, L.L.C.

Dear Division:

Please find enclosed the original Articles of Organization for immediate filing. I have also enclosed a check in the amount of \$125.00 which represents the fee for this filing and the registered agent's fee.

I will wait receipt of your acknowledgment that the articles have been filed and a document number assigned.

Thank you for your cooperation.

Very truly yours,

David A. Cairns

David A. Cairns

DAC/e
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

of

THE MITCHELL GROUP, L.L.C.

The undersigned, acting as Incorporators of a Florida Limited Liability Company under the Florida Limited Liability Company's Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for such Limited Liability Company.

ARTICLE I

NAME

The name of the Limited Liability Company is THE MITCHELL GROUP, L.L.C.

ARTICLE II

DURATION

The Limited Liability Company shall have a duration of thirty (30) years from the date of filing these Articles of Organization with the Department of State.

ARTICLE III

PURPOSE

The Limited Liability Company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be authorized under the laws of the State of Florida.

ARTICLE IV

PLACE OF BUSINESS

The initial address of the place of business of the Limited Liability Company is 10351 Sovereign Drive, Largo, Florida 33774. The mailing address is the same.

ARTICLE V

NAME AND ADDRESS OF REGISTERED AGENT

The name and address of the registered agent of the Limited Liability Company is J. JOE MITCHELL, 10351 Sovereign Drive, Largo, Florida 33774.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI

**DESCRIPTION OF CASH AND
OTHER PROPERTY CONTRIBUTED.**

The members shall contribute as capital contribution to the Limited Liability Company the sum of \$2,000.00. The members shall not be required to make any additional contributions to the Limited Liability Company.

ARTICLE VII

ADDITIONAL MEMBERS

Additional members may be admitted to the Limited Liability Company upon the unanimous vote of the members in accordance with the regulations of the Limited Liability Company as adopted from time to time. The interest of a member of the Limited Liability Company who dies may pass to his heirs without the consent of the other members in accordance with the regulations of the Limited Liability Company as adopted from time to time.

ARTICLE VIII

WITHDRAWAL OF A MEMBER

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member, or the occurrence of any other events which terminate the continued membership of a member in the Limited Liability Company, the Company will continue to conduct its business and the membership of the withdrawing member shall be transferred in accordance with the regulations of the Limited Liability Company as adopted from time to time.

ARTICLE IX

MANAGEMENT AND OWNERSHIP INTEREST

The Limited Liability Company is to be managed by two (2) Co-Managers appointed in accordance with the Regulations. The names and addresses of the Co-Managers who are to serve until the first annual meeting of the members or until their successors are elected are:

J. JOE MITCHELL, 10351 Sovereign Drive, Largo, Florida 33774
KENDAL EAST MITCHELL 10351 Sovereign Drive, Largo, Florida 33774

The names, addresses, and percentages of ownership interest of each of the members are set forth below:

J. JOE MITCHELL	50%
KENDAL EAST MITCHELL	50%

ARTICLE X

ADOPTION OF REGULATIONS

Regulations governing the Limited Liability Company will be adopted, modified, amended or rescinded only upon a unanimous vote of the members of the Limited Liability Company.


ARTICLE XI

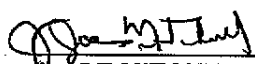
AMENDMENTS TO ARTICLES OF ORGANIZATION


These Articles of Organization may be amended, modified, or rescinded only upon a unanimous vote of the members.

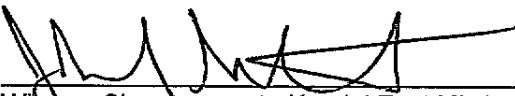
IN WITNESS WHEREOF, I have made and subscribed these Articles this 8 day of 2001, 2001.

Signed and Sealed in the presence of:

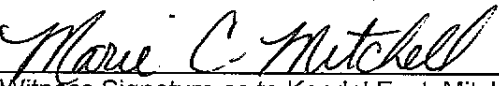

Witness Signature as to J. Joe Mitchell
Printed name John J. Mitchell


J. JOE MITCHELL


Witness Signature as to J. Joe Mitchell
Printed name MARIE C. MITCHELL



Witness Signature as to Kendal East Mitchell
Printed name John J. Mitchell


KENDAL EAST MITCHELL


Witness Signature as to Kendal East Mitchell
Printed name MARIE C. MITCHELL

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of The Mitchell Group, L.L.C., as made in the foregoing Articles of Organization dated the 4 day of 2001 2001.



J. JOE MITCHELL