



PETER N. MEROS*
WALTER E. SMITH*†
BOARD CERTIFIED:
*Civil Trial Lawyers
†Business Litigation

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LAW OFFICES
MEROS, SMITH & OLNEY
PROFESSIONAL ASSOCIATION

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St. Petersburg, Florida 33701
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GREGORY L. "SKIP" OLNEY, II
FORMER ASSISTANT STATE ATTORNEY

January 3, 2002

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-01/04/02--01052--009
***155.00 ***155.00

Re: Meros, Smith & Olney, LLC

To Whom It May Concern:

Enclosed you will find an original and one copy of Articles of Organization for Florida Limited Liability Company along with our firm check in the amount of \$155.00 (filing fee, registered agent, certified copy). I am also enclosing a self-addressed, stamped envelope for the return of a certified copy. If there are any questions whatsoever please telephone this office on Friday, January 4th (date you will receive these Articles) at 727/822-4929 extension 20. Thank you for your immediate attention to this request.

Very truly yours,

Debbie C. Darbois
Legal Assistant

enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

Name

The name of the limited liability company is MEROS, SMITH & OLNEY, LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is:

1301 - 4th Street, N., St. Petersburg, Florida 33701

ARTICLE III

Registered Agent, Registered Office & Registered Agent's Signature

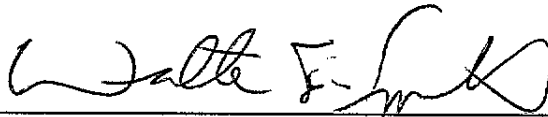
The name and the Florida street address of the registered agent is Meros, Smith & Olney, P.A., by Walter E. Smith, Secretary, 1301 - 4th Street, North, St. Petersburg, , Florida 33701.

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 acet in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent as provided for in Chapter 608, Florida Statutes.



WALTER E. SMITH

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned have executed these Articles of Organization on this 1st day of January, 2002.



WALTER E. SMITH

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 3rd day of January, 2002, by Walter E. Smith, who is personally known to me to be the person who executed the foregoing Articles of Organization for Florida Limited Liability Company as a Member and as Registered Agent and

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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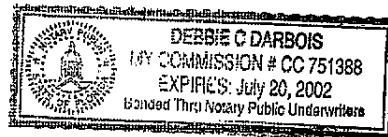
acknowledged before me that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 1st day of January, 2002 at St. Petersburg, Pinellas County, Florida.

Derbie C Darbois

Notary Public - State of Florida

My Commission Expires:



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TALLAHASSEE, FLORIDA