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THE PALUMBO GROUP

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: *THE PALUMBO GROUP LLC.*

ARTICLE II - Address:

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

*10052 BOCA CIRCLE
NAPLES FL. 34109*

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: *PERPETUAL*

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ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

*JAMES M. PALUMBO
10052 BOCA CIRCLE
NAPLES FL. 34109*

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: *SHALL BE ALLOWABLE WITH THE CONSENT*

OF ALL MEMBERS.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, 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 shall be: *AT THE DISCRETION OF THE REMAINING MEMBER'S.*

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ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of _____
THE PALUMBO GROUP LLC. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 500.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 500.00.

James Palumbo 3/16/99
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JAMES PALUMBO
Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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: _____
THE PALUMBO GROUP LLC.

2. The name and the Florida street address of the registered agent are:

JAMES M. PALUMBO
NAME

10052 BOCA CIRCLE
Florida street address (P. O. Box **NOT** ACCEPTABLE)

NAPLES FL 34109
CITY, STATE AND ZIP

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.

 3/10/99
SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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