

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-2222

Morgan Jung
Acquisitions, LLC

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Signature

Requested by: LS

Name

Date

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Art of Inc. File
LTD Partnership File
Foreign Corp. File
✓ L.C. File
Fictitious Name File
Trade/Service Mark
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
✓ Cert. Copy
Photo Copy
✓ Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

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TALLAHASSEE FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION
OF
MORGAN JUNG ACQUISITIONS, L. C.
a Florida Limited Liability Company

FIRST: The name of the Limited Liability Company shall be MORGAN JUNG ACQUISITIONS, L. C. (hereinafter referred to as the "Company").

SECOND: The mailing address and street address of the principal office of the Limited Liability Company is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

THIRD: The duration of the Company's existence shall be THIRTY (30) years from the date of filing of the Articles of Organization.

FOURTH: The purposes for which the Company is organized are transactional consulting as well as any and all other lawful purposes for which a Limited Liability Company may be organized pursuant to the laws of the State of Florida and the United States.

FIFTH: The Company shall be managed by its Managers and the names and addresses of such Managers are:

NEVERWIND OF SARASOTA, INC.
1605 Main Street, Suite 1001
Sarasota, Florida 34236

DANIEL C. E. JUNG
1605 Main Street, Suite 1001
Sarasota, Florida 34236

SIXTH: Company shall be initially authorized and empowered to issue one class of Membership Units.

SEVENTH: The total amount of initial cash contributed to the Company shall be TWO THOUSAND DOLLARS (\$2,000.00). There are no obligations for Members to make additional contributions to the Company.

EIGHTH: By majority vote of authorized and outstanding Membership Units, the Members may agree to admit additional Members to join the Company and establish the terms of their contributions to join.

NINTH: In the event of 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 Company, the remaining Members may continue the business thereof.

TENTH: Whenever a Member or his legal representative requests a step-up election under Section 78 of the Internal Revenue Code as the same may be amended from time to time, such election shall be made as all Members of the Limited Liability Company, upon subscription for units therein, hereby irrevocably consent to such election when requested by any other Member.

ELEVENTH: Whenever income is earned by the Company, there shall be, at a minimum, sufficient distribution of income to its Members to allow them to pay, on a timely basis, all of their U.S. Federal, State and local tax liabilities imposed by virtue of their membership interest in the Company.

TWELFTH: I hereby form the Company and agree to serve as an initial Manager thereof.


DANIEL C. E. JUNG

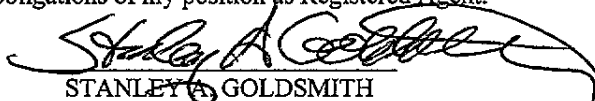
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THIRTEENTH: Pursuant to the provisions of Section 608.415, Florida Statutes, the Company designates the name and address of its Registered Agent and office as follows:

Stanley A. Goldsmith
1605 Main Street
Suite 1001
Sarasota, Florida 34236

FOURTEENTH: To the Managers of MORGAN JUNG ACQUISITIONS, L. C.

Having been named as Registered Agent and to accept Service of Process for the Company at the place designated in these Articles, 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 am familiar with and accept the obligations of my position as Registered Agent.


STANLEY A. GOLDSMITH
1605 Main Street
Suite 1001
Sarasota, Florida 34236

STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

The foregoing Articles of Organization were acknowledged before me this 30 day of December, 1999, by DANIEL C. E. JUNG, as an Initial Manager of MORGAN JUNG ACQUISITIONS, L. C. He is personally known to me or has produced Hawaii Drivers License as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.


 April R Fullford
My Commission CC720729
Expires March 1, 2002

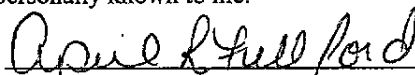

Signature of Notary Public

April R Fullford
Print Name of Notary Public

I am a Notary Public of the State of Florida
and my commission expires on
3/1/02

The foregoing Articles of Organization of MORGAN JUNG ACQUISITIONS, L. C., were acknowledged before me this 30 day of December, 1999 by STANLEY A. GOLDSMITH as Registered Agent. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

 April R Fullford
My Commission CC720729
Expires March 1, 2002


Signature of Notary Public

April R Fullford
Print Name of Notary Public

I am a Notary Public of the State of Florida
and my commission expires on
3/1/02

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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