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ACCOUNT NO. : 072100000032

REFERENCE : 551268 80457A

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 125.00

ORDER DATE : January 13, 2000

ORDER TIME : 12:54 PM

ORDER NO. : 551268-005

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CUSTOMER NO: 80457A

CUSTOMER: Random R. Burnett, Esq  
BLACK, SIMS, HUBKA, BURNETT,  
BLACK, SIMS, HUBKA, BURNETT,  
501 North Grandview Avenue  
Post Office Drawer 265669  
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: PLANET PARTNERS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

00 JAN 13 PM 2:10  
RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JAN 13 PM 1:47  
RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*JB*  
*1-13-00*

**ARTICLES OF ORGANIZATION**  
**OF**  
**PLANET PARTNERS, L.L.C.**  
**A Florida Limited Liability Company**

**ARTICLE 1**

NAME. The name of this Limited Liability Company is: Planet Partners, L.L.C.

**ARTICLE 2**

DURATION. The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

**ARTICLE 3**

PRINCIPAL OFFICE AND REGISTERED AGENT. The mailing address and street address of the principal office of the limited liability company is 501 North Grandview Avenue, Suite 105, Daytona Beach, Florida 32118. The name and address of the registered agent of the limited liability company is Robert D. Martin, 501 North Grandview Avenue, Suite 105, Daytona Beach, Florida 32118.

**ARTICLE 4**

ARTICLE 4  
AND  
FILED  
00 JUN 13 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MEMBERSHIP. The limited liability company has two members and the limited liability is not to be managed by its members but by a Manager. The name and address of the members are:

Scott Martin  
501 North Grandview Avenue, Suite 105  
Daytona Beach, Florida 32118

Julia A. Martin  
501 North Grandview Avenue, Suite 105  
Daytona Beach, Florida 32118

#### ARTICLE 5

MANAGEMENT. The limited liability company is to be managed by a Manager. The name of the Manager is Robert D. Martin.

#### ARTICLE 6

CONTINUATION OF BUSINESS. Upon the death, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) a majority in interest of the members consent in writing to the continuation of the business within 90 days after the occurrence of the event of dissolution.

#### ARTICLE 7

ADMISSION OF ADDITIONAL MEMBERS. No person may be admitted as an additional member without the consent of the founding member.

00 JAN 13 PM 2:10  
RECORDING OF STATE  
JULIA A. MARTIN  
DAYTONA BEACH, FLORIDA  
APPROVED  
AND  
FILED

If such person is admitted, he or she shall be subject to the obligations and limitations in the Regulations and Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned members do hereby execute and acknowledge these articles of organization this \_\_\_\_\_ day of September, 1999.

Scott Martin  
Scott Martin

Julia A. Martin  
Julia A. Martin

Robert D. Martin  
Robert D. Martin

APPROVED  
AND  
FILED

00 JUN 19 PM 2:10  
SECRETARY OF STATE  
OF MISSOURI

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 608.415, Florida Statutes, Planet Partners, L.L.C. hereby designates Robert D. Martin, 501 North Grandview Avenue, Suite 105, Daytona Beach, Florida, 32118 as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

PLANET PARTNERS, L.L.C.

BY: *Robert D. Martin*  
ROBERT D. MARTIN, Managing Member

**ACCEPTANCE OF DESIGNATION**

The undersigned understands the obligation of and hereby accepts the foregoing designation as registered agent of Planet Partners, L.L.C., for service of process within the State of Florida.

*Robert D. Martin*  
ROBERT D. MARTIN, Managing Member

APPROVED  
AND  
FILED  
00 JAN 19 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA