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Carleton P. Ketcham, Jr. *
Christopher J. Gerety *
Chip Trimmier †
Christopher T. Fulmer *†
Steven C. McGinity
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Frederick C. Heidgerdt†
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* Licensed in Alabama
† Licensed in Florida
* Licensed in Louisiana

TRIMMIER LAW FIRM
A PARTNERSHIP OF LIMITED LIABILITY ENTITIES
ATTORNEYS AT LAW

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REPLY TO

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BIRMINGHAM, ALABAMA 35201

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(904) 296-0526

January 27, 2000

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*****500.00 *****125.00

Registration Section
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, FL 32314

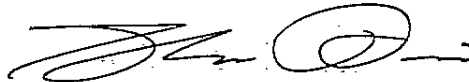
RE: Articles of Organization - THE CUSO, LLC; Joint CUSO, LLC; Gold Coast CUSO, LLC;
Federal Employees CUSO, LLC

Dear Sirs:

Enclosed herein please find Articles of Organization and Agent's Designation for the above-referenced limited liability companies. Please file these documents and issue letters of acknowledgment. We have included our check in the amount of \$500.00 to cover the expense of filing these documents.

If you have any questions, please feel free to contact me.

Sincerely,



SHANNON E. PRICE
For the Firm

FILED
00 FEB -1 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP/

Encl.

mtu
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FF \$125

**ARTICLES OF ORGANIZATION
OF FEDERAL EMPLOYEES CUSO, L.L.C.**

ARTICLE I

NAME

The name of this limited liability company is: Federal Employees CUSO.L.L.C.

ARTICLE II

DURATION

This limited liability company shall have a perpetual duration.

ARTICLE III

ADDRESS

The mailing address and the street address of this limited liability company's principle office is:

Post Office Box 16659
1055 South Congress Avenue
West Palm Beach, Florida 33416

ARTICLE IV

REGISTERED AGENT

The name and street address of this limited liability company's registered agent is:

Mr. Mike Welte
Federal Employees Credit Union
1055 South Congress Avenue
West Palm Beach, Florida 33406

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

ADDITIONAL MEMBERS

Additional members may be elected to this limited liability company only upon the unanimous consent of all members.

ARTICLE VI

DISSOLUTION AND TERMINATION

This limited liability company shall be dissolved and its affairs wound up upon the first to occur of the following:

- a) The consent of the members;
- b) The death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminated the continued membership of a member in the limited liability company unless within ninety (90) days after such event, this limited liability company is continued by the unanimous consent of the remaining members;
- b) Entry of decree of judicial dissolution.

ARTICLE VII

MANAGEMENT

SECTION 1

The business of this limited liability company shall be managed by two managers. Each Member shall elect one Manager and a majority vote of Managers shall be required to act on behalf of the limited liability company.

SECTION 2

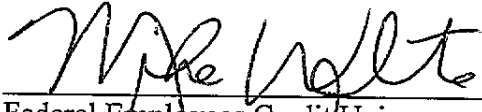
No manager shall have any membership voting rights unless said manager is a member.

SECTION 3

C. Stephen Trimmier and Mike Welte, whose addresses are P.O. Box 1885 Birmingham, Alabama 35201 and 1055 South Congress Avenue West Palm Beach, Florida 33406, respectively, shall serve as the managers of this limited liability company until the first annual meeting of members or until their successor is elected and qualifies.

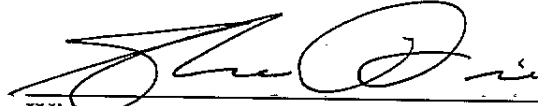
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed at West Palm Beach, Florida on this 29th day of October, 1999 in the presence of the undersigned witnesses.

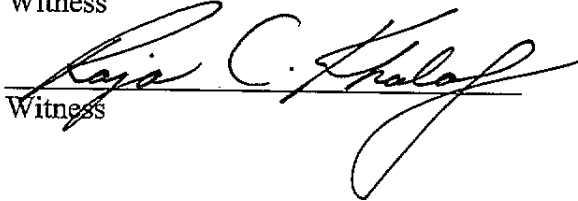


Federal Employees Credit Union

By: Mike Welte
Its President



Witness



Witness

Notary Public

My commission expires: _____

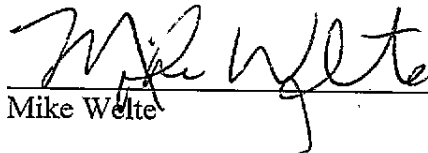
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TALLAHASSEE, FLORIDA

**AGENT'S AFFIDAVIT AND ACKNOWLEDGEMENT
OF ACCEPTANCE FOR FEDERAL EMPLOYEES CUSO, L.L.C.**

I hereby acknowledge and accept the appointment of registered agent for and on behalf of the above named limited liability company. I am familiar with, and accept, the obligations of this position.


Mike Welte

SWORN TO AND SUBSCRIBED BEFORE ME, this _____ day of October, 1999.

Notary Public

My commission expires _____

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00 FEB -1 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA