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February 17, 2000

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****293.75 ****163.75

Department of State
Division of Corporations
409 E. Gains Street
Tallahassee, FL 32399

W-4984

SUBJECT: ACORN PARTNERS, LLC

Enclosed is an original and one copy of the articles of organization and a check for \$293.75 for the Filing Fee, Registered Agent Designation, and Certificate of Status.

Please contact me if you need additional information.

Respectfully yours,



David M. Andrews

DMA/dds
Enclosures

FILED
00 MAR -7 PM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 23, 2000

DAVID M ANDREWS
PO BOX 5358
ST AUGUSTINE, FL 32085

SUBJECT: ACORN PARTNERS, LLC
Ref. Number: W00000004984

We have received your document for ACORN PARTNERS, LLC and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 500A00009806

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: ACORN PARTNERS, LLC

ARTICLE II - Address:

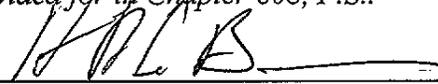
The mailing address and street address of the principal office of the Limited Liability Company is:
#1 10th Street, Suite 101, St. Augustine, Florida 32084

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

H. A. LeBeau
188 Heron's Nest Lane
St. Augustine, Florida 32084

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 as provided for in Chapter 608, F.S..


Registered Agent's Signature

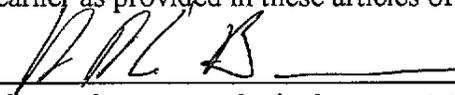
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

ARTICLE V - Duration:

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The Company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

H. A. LeBeau
Typed or printed name of signee

FILING FEES:
\$ 100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (OPTIONAL)
\$ 5.00 Certificate of Status (OPTIONAL)