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Developmental Systems, LLC.

101 Country Club Road
Shalimar, FL 32579

Phone (850) 651-5875

April 27, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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****130.00 ****130.00

Sir/Madam:

Please find the following enclosed:

Articles of Organization for Developmental Systems, L.L.C.

Affidavit of Membership and Contribution

Check for \$130.00

Please accept the check as payment in full for the new Florida LLC filing fee (\$100) for registered agent fee (\$25), and for a Certificate of Status charge (\$5). Please return the Certificate of Status and a Certificate of Organization to my attention at the address above.

Call or write to the above number or address if you have any questions or concerns.

Sincerely,

Jacqueline L. Baines

Jacqueline L. Baines

Name Availability	
Document Examiner	DCC
Notarizer	DCC
Notarizer Verifier	DCC
Acknowledgement	DCC
Enclosures	DCC

Affidavit
Signature of member or
auth rep.

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6 pages
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TALLAHASSEE, FLORIDA

Developmental Systems, L.L.C.

101 Country Club Road
Shalimar, FL 32579

Phone (850) 651-5875

May 24, 2000

Florida Department of State
Division of Corporations
Attention: Diane Cushing
Post Office Box 6327
Tallahassee, FL 32314

Re: Ref. Number W00000012431

Ms. Cushing:

Please find enclosed the executed Articles of Organization for Developmental Systems, L.L.C. I am also including a copy of Letter Number 300A00026549. Please return the Certificate of Status and a Certificate of Organization to my attention at the address above.

Please call or write to the above number or address if you have any questions or concerns.

Sincerely,



Jacqueline L. Baines

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 11, 2000

JACQUELINE L. BAINES
DEVELOPMENTAL SYSTEMS, L.L.C.
101 COUNTRY CLUB ROAD
SHALIMAR, FL 32579

SUBJECT: DEVELOPMENTAL SYSTEMS, L.L.C.
Ref. Number: W00000012431

We have received your document for DEVELOPMENTAL SYSTEMS, L.L.C. and your check(s) totaling \$130.00. 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.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 300A00026549

ARTICLES OF ORGANIZATION
FOR
DEVELOPMENTAL SYSTEMS, L.L.C.

ARTICLE I - NAME:

The name of the Limited Liability Company shall be Developmental Systems, L.L.C.

ARTICLE II - PURPOSE:

The Purpose for which this limited liability company is organized is to perform any lawful purpose except that of banking and insurance.

ARTICLE III - ADDRESS:

The mailing address and street address of the principle office of Developmental Systems, L.L.C. is:

101 Country Club Road
Shalimar, Florida 32579

ARTICLE IV - REGISTERED AGENT:

Jacqueline L. Baines, of 101 Country Club Road, Shalimar, Florida 32579 shall serve as the registered agent of Developmental Systems, L.L.C.

I, Jacqueline L. Baines, having been named as Developmental Systems, L.L.C.'s registered agent, accept the appointment as registered agent and agree to act in that capacity. I agree to comply with the provisions of all statutes relating to the proper performance of my duties. I am familiar with the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes, and accept the obligations of the position.

Signed:

Jacqueline L. Baines

Date:

May 26, 2000

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TALLAHASSEE, FLORIDA

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ARTICLE V - MANAGEMENT:

Management of Developmental Systems, L.L.C. shall be vested in a manager.

Donald D. Baines of 101 Country Club Road, Shalimar, Florida 32579 shall serve as the manager of Developmental Systems, L.L.C. He shall serve as manager of the L.L.C. until the first annual meeting of the Members of the L.L.C., or until the Members elect his successor.

ARTICLE VI - DURATION:

The business of Developmental Systems, L.L.C. shall begin on the date of filing these Articles of Organization with the Office of the Florida Secretary of State, and shall continue until the realization of an event expressly included as a dissolution event under Article VII of these Articles of Organization. The business of the L.L.C. shall continue following any event that terminates the continued membership of a Member of the L.L.C., including the death, retirement, expulsion, or bankruptcy of any Member.

ARTICLE VII - DISSOLUTION EVENTS

Developmental Systems, L.L.C. shall be dissolved at such time as Florida law mandates or upon the unanimous written consent of all members of the L.L.C.

ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to Developmental Systems, L.L.C. only upon such terms as are unanimously agreed to by all Members in the L.L.C.'s Regulations.

ARTICLE IX - TERMINATION OF MEMBERSHIP

Membership in Developmental Systems, L.L.C. shall terminate upon the resignation, death, or bankruptcy of the Member.

ARTICLE X - INDEMNIFICATION

Developmental Systems, L.L.C. shall indemnify and hold harmless any Manager or Member of the L.L.C. for all costs, damages and expenses, including legal fees, resulting from any action, settlement, or judgment against the Manager or Member, provided that:

- 1) The Manager or Member's actions giving rise to the suit were in good faith; and

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2) The Manager or Member reasonably believed his or her actions were not opposed to the best interests of the L.L.C.

ARTICLE XI - SEVERABILITY

Should any portion of these Articles of Organization be held invalid or unenforceable, the Members of Developmental Systems, L.L.C. intend that the remaining provisions remain in effect. The Members shall pass amendments to the problematic provisions as necessary to preserve the validity of these Articles in a manner unanimously acceptable to the Members of the L.L.C.

ARTICLE XII - MEMBERS

Members shall vote according to their proportionate interest in the L.L.C.

The names, addresses, and proportionate interests of the Members of Developmental Systems, L.L.C. are:

Jacqueline Baines	52% interest
101 Country Club Road	
Shalimar, FL 32579	

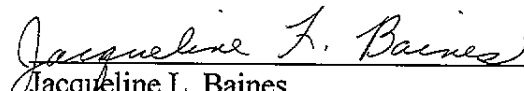
Cynthia Baines	16 % interest
1204 Idlewild Place	
Madison, TN 37115	

Lori Baines	16% interest
243 West North	
Medina, OH 44256	

Julie Baines	16% interest
1740 NW North River Drive	
Apartment 414	
Miami, FL 33125	

SIGNATURE

(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.)


Jacqueline L. Baines
Member, Developmental Systems, L.L.C.

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