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FRANK A. BAKER, P.A.
*BOARD CERTIFIED CIVIL TRIAL
*BOARD CERTIFIED BUSINESS LITIGATION
*CERTIFIED CIRCUIT CIVIL MEDIATOR/ARBITRATOR

GLENDA F. SWEARINGEN-COOK, P.A.
*CERTIFIED FAMILY LAW MEDIATOR

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850-526-3633
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850-526-2714

May 23, 2000

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****250.00 ****125.00

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Granite Plus II, L.L.C.
WMKM, L.L.C.

Dear Sir/Madam:

Enclosed is my check in the amount of \$250.00, and the original and one copy of the Articles of Incorporation for Granite Plus II, L.L.C. and WMKM, L.L.C. Please be so kind as to file it at your earliest convenience.

Thank you. If you have any questions, please call.

Sincerely,

Frank A. Baker/sb

FRANK A. BAKER, ESQ.

FAB:sb/secstate.ltr

Enclosures (as stated above)

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00 MAY 24 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FF \$125.00

**ARTICLES OF ORGANIZATION
OF GRANITE PLUS II, L.L.C.,
AND DESIGNATION OF REGISTERED AGENT**

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00 MAY 24 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be GRANITE PLUS II, L.L.C. ("the company").

ARTICLE II -- ADDRESS

The mailing address of the company shall be P.O. Box 16622, Panama City, Florida, 32406. The street address of the principal office of the company shall be 4476 Bay Point Road, Panama City, Florida, 32411.


ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Frank A. Baker, 4431 Lafayette Street, Marianna, FL, 32446.

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.



Frank A. Baker, as Registered Agent

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property, as follows: Kevan K. Miles \$1,000.00; and Granite Plus, Inc. \$1,000.00; _

for a total capital contribution of \$2,000.00.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or otherwise in accordance with a written agreement between the Members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. Any assignment or transfer of a member's interest shall be subject to these articles and to any and all regulations or member's agreement in existence at the time of the transfer.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall not be dissolved on the death, bankruptcy, or dissolution of a member or manager, unless unanimously agreed by the remaining or surviving members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a managing member in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial managing member of the company is Granite Plus, Inc., 401 S. Church Street, Blakely, GA 31723.

The names and address of the initial members of the company are: Granite Plus, Inc., 401 S. Church Street, Blakely, GA 31723; Kevan K. Miles, P. O. Box 16622, Panama City, Florida, 32406.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed

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TALLAHASSEE, FLORIDA

these articles of organization at Marianna, Florida, on May 23, 2000.

Frank A. Baker
Frank A. Baker

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this May 23, 2000, by Frank A. Baker, who is personally known to me and who did take an oath.

Sheryl L. Branning
Notary Public--
My Commission Expires:

sb\granite.art



"OFFICIAL SEAL"
Sheryl L. Branning
My Commission Expires 11/7/03
Commission # CC 883816

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TALLAHASSEE, FLORIDA