

L-000000008209

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R. L. JOHNSON

LOUIS A. FRASHUER
CERTIFIED MANAGEMENT ACCOUNTANT
ENROLLED AGENT *

June 30, 2000

BENJAMIN H. COSIO
ENROLLED AGENT *

* NONATTORNEY STAFF PROFESSIONALS

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

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-07/07/00--01090--011
***155.00 ***155.00

Re: CPA Retirement Network, L.L.C.

Dear Sir/Madam:

L-8209

Enclosed please find the following for filing:

1. Original and one (1) copy of the Articles of Organization for the above-referenced proposed Florida limited liability corporation; and
2. Affidavit of Membership and Contributions.

Also enclosed is a check in the amount of \$155.00, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,

Keith H. Johnson

Enclosures
As stated

c. William Traer, III

FILED
00 JUL -7 PM 12:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION
OF
CPA RETIREMENT NETWORK, L.L.C.

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 CPA RETIREMENT NETWORK, L.L.C., ("Company").

ARTICLE II
Address

The mailing address and street address of the principal office of the company shall be 8810 Goodby's Executive Drive, Suite C, Jacksonville, Florida 32217.

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.

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TALLAHASSEE FLORIDA

ARTICLE IV
Registered Office and Agent

The name and street address of the registered agent of the Company in the State of Florida is Keith H. Johnson, 8810 Goodby's Executive Drive, Suite A, Jacksonville, Florida 32217.

ARTICLE V
Capital Contributions

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

ARTICLE VI
Additional Capital Contributions

Each member shall make additional capital contributions to the Company only on the unanimous consent of all 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.

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ARTICLE VIII
Termination of Existence

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one (1) remaining member.

ARTICLE IX
Management

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision 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 manager of the Company is William M. Traer, III, 8810 Goodby's Executive Drive, Suite C, Jacksonville, Florida 32217.

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00 JUL -7 PM 12:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Jacksonville, Florida, on this 19 day of June, 2000.

MEMBER:

TRAER & ASSOCIATES, P.A.



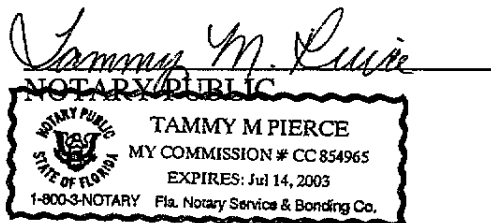
By: William M. Traer, III

Its: President

STATE OF FLORIDA
COUNTY OF DUVAL

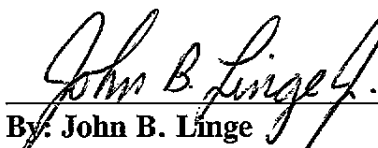
The foregoing instrument was acknowledged before me this 19 day of June, 2000, by William Traer, III, as President of TRAER & ASSOCIATES, P.A., who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

(SEAL)



MEMBER:

LINGE FINANCIAL SERVICES, INC.



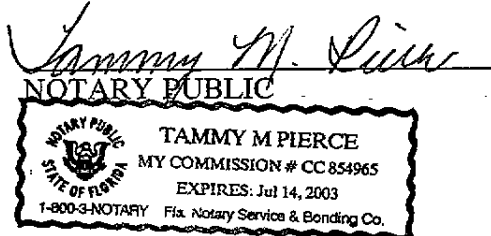
By: John B. Linge

Its: President

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 19 day of June, 2000, by John B. Linge, as President of Linge Financial Services, Inc., who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

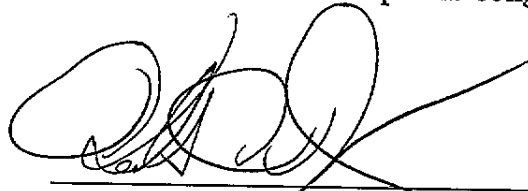
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TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of CPA RETIREMENT NETWORK, L.L.C., as registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment of registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.



Keith H. Johnson, Esquire

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TALLAHASSEE FLORIDA

Exhibit "A"

<u>Member</u>	<u>Capital Contribution</u>
CPA Retirement Network, Inc.	\$5,000.00
Linge Financial Services	\$5,000.00

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TALLAHASSEE FLORIDA