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August 2, 2000

Registration Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Paul Morgan Associates LLC

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-08/04/00--01073--007
***155.00 ***155.00

Dear Sir or Madam:

L-9595
Enclosed please find an original and a copy of the Articles of Organization for Florida Limited Liability Corporation for the above-named entity. Also enclosed is a check in the amount of \$155.00, made payable to the Secretary of State, to cover the following filing fees:

\$100.00	Filing Fee/Articles of Organization
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy

Please certify and return the enclosed copy to us at your earliest convenience. If you have any questions, please don't hesitate to contact me.

Sincerely,

Joanne Dyer
Joanne Dyer
Legal Assistant

Encl.
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY CORPORATION**

ARTICLE I - NAME

The name of the Limited Liability Company is:

PAUL MORGAN ASSOCIATES LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

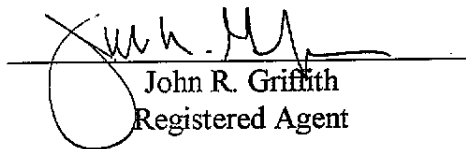
Paul Morgan Associates LLC
P.O. Box 1073
Lakeland, Florida 33802

ARTICLE III - REGISTERED AGENT

The name and street address of the registered agent are:

John R. Griffith, Esq.
Hahn, McClurg, Watson, Griffith & Bush
101 South Florida Avenue
Lakeland, Florida 33802

The undersigned, having been named as the Registered Agent of Paul Morgan Associates LLC, hereby accepts the appointment and agrees to act in this capacity, including acceptance of service of process at the address of the Registered Agent as listed above. 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, Florida Statutes.


John R. Griffith
Registered Agent

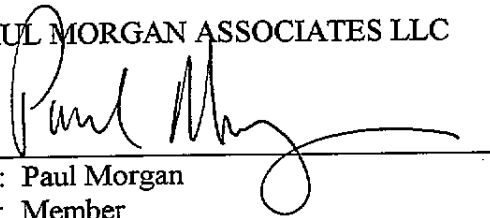
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ARTICLE IV - MANAGEMENT

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

In accordance with Section 608.408(3), Florida Statutes, the undersigned acknowledges that execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

PAUL MORGAN ASSOCIATES LLC

A handwritten signature in black ink, appearing to read "Paul Morgan", is written over a horizontal line.

By: Paul Morgan

As: Member

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TALLAHASSEE FLORIDA