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Florida &
Tennessee

August 1, 2000

Division of Corporations
Secretary of State
State Of Florida
P.O. Box 6327
Tallahassee, FL 32314

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Dear Sir or Madam:

Enclosed please find the Articles of Organization of Faith, LLC along with the statement of registered agent and check for the appropriate fee.

Sincerely,



Howard A. Caplan

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HAC/mt
enclosures

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION
OF
FAITH, LLC

The undersigned organizer of these Articles of Organization, a natural person competent to contract, and authorized representative of the initial members hereof, hereby presents these Articles for the formation of a for profit limited liability company under Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I

The name of the Company is Faith, LLC.

ARTICLE II

This Company will exist perpetually.

ARTICLE III

The principal office, and the mailing address, of the Company initially will be at 2158 Wesley Road, Yulee, Florida 32097. The principal office may be moved to any address that the members may choose, provided however that the principal office will be in the State of Florida.

ARTICLE IV

The registered office will be and the registered agent at that same address are:

Agent

Howard A. Caplan, Attorney, P.A.

Registered Office Address

3900 Atlantic Blvd.
Jacksonville, FL 32207

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ARTICLE V

The members of the Company may admit new members upon unanimous consent of the current members.

ARTICLE VI

The death, incapacity, retirement, resignation, expulsion, bankruptcy, dissolution, or occurrence or any other event that terminates the continued membership of a member will not prevent the remaining members from continuing to operate the Company.

ARTICLE VII

The Company will be managed by two (2) of its initial members:

<u>Name</u>	<u>Address</u>
J. Gary Burkett	2158 Wesley Road Yulee, FL 32097
Luis Martinez	2158 Wesley Road Yulee, FL 32097

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 TALLAHASSEE FLORIDA

ARTICLE VIII

The general nature of the business that will be transacted by the Company is any legally permissible activity, including musical performance and sales of band materials.

ARTICLE IX

The name and address of the organizer, being the dully authorized agent of J. Gary Burkett, and the person signing these Articles of Organization are:

<u>Name</u>	<u>Address</u>
Howard A. Caplan	3900 Atlantic Blvd. Jacksonville, FL 32207

IN WITNESS WHEREOF, the undersigned organizer has executed
these Articles of Organization, this 1st day of August, 2000.


Howard A. Caplan

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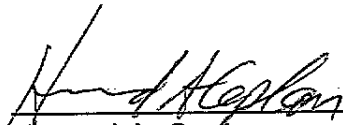
ACKNOWLEDGMENT AND ACCEPTANCE

OF REGISTERED AGENT

Having been named to accept service of process for the above stated company, at the place designated in the Articles of Organization to which this is attached, I hereby accept to act in this capacity, and agree to comply with the provisions of said law relative to keeping open said office.

Dated this 1st day of August, 2000.

HOWARD A. CAPLAN, ATTORNEY, P.A.


Howard A. Caplan _____ Title

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