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UPCHURCH, BAILEY AND UPCHURCH, P. A.

ATTORNEYS AT LAW ESTABLISHED 1925

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TELEPHONE (904) 829-9066 FAX (904) 825-4862 HAMILTON D. UPCHURCH FRANK D. UPCHURCH, JR. OF COUNSEL

FRANK D. UPCHURCH (1894-1986)

July 31, 2000

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

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Re:

JOHN D. BAILEY, JR.

FRANK D. UPCHURCH, III

SIDNEY F. ANSBACHER

MICHAEL A. SIRAGUSA

STEPHEN A. FAUSTINI

TRACY WILSON UPCHURCH

KATHERINE GAERTNER JONES

Taylor, Wainio & Bratic Financial Services, L.L.C.

Our File No. 8-00-317

Dear Sir or Madam:

I am enclosing an original and one copy of the Articles of Organization of the above-named limited liability company, along with our check payable to the Secretary of State in the amount of \$160 (\$100 filing fee, \$25 registered agent fee, \$30 certified copy fee and \$5 certificate of status fee). Please file the articles and furnish me with a certified copy of the document and a certificate of status.

Thank you for your assistance.

Sincerely yours,

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Update EnclosuresC ce: Mr. Dail A. Taylor

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 9, 2000

FRANK D. UPCHURCH, III UPCHURCH BAILEY AND UPCHURCH, P.A. P.O. DRAWER 3007 ST AUGUSTINE, FL 32085-3007

SUBJECT: TAYLOR, WAINIO & BRATIC FINANCIAL SERVICES, L.L.C.

Ref. Number: W00000019671

We have received your document for TAYLOR, WAINIO & BRATIC FINANCIAL SERVICES, L.L.C., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$160.00.

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.

Letter Number: 600A00042979

Diane Cushing Corporate Specialist

ARTICLES OF ORGANIZATION

OF

TAYLOR, WAINIO & BRATIC FINANCIAL SERVICES, L.L.C.

The undersigned adopts the following Articles of Organization for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act.

ARTICLE I

<u>Name</u>

The name of the limited liability company (the "Company") is Taylor, Wainio & Bratic Financial Services, L.L.C.

ARTICLE II

Duration

The Company shall have perpetual existence.

SECINETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE III

Mailing and Street Address

The mailing and street address of the Company's principal office is 100 Southpark Boulevard, Suite 414, St. Augustine, Florida 32086.

ARTICLE IV

Registered Agent and Office

The name of the Company's initial registered agent is Dail A. Taylor. The street address of the registered agent is 100 Southpark Boulevard, Suite 414, St. Augustine, Florida 32086.

ARTICLE V

Admission of New Members

The members shall have such rights to admit new members as provided in the Regulations.

ARTICLE VI

Continuity of Business

The members shall have such rights to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member as provided in the Operating Agreement.

ARTICLE VII

Managers

The Company shall be a manager managed company. The initial managers shall be:

Dail A. Taylor

100 Southpark Boulevard, Suite 414 St. Augustine, Florida 32086

Fredrick J. Wainio, Jr.

100 Southpark Boulevard, Suite 414 St. Augustine, Florida 32086

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this 18th day of July, 2000.

Dail A. Taylor

Dail A. Taylor

STATE OF FLORIDA
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this day of July.
2000, by Dail A. Taylor, who () is personally known to me or (_) has produced Florida delivers license number ________ as identification.

(Name of Notary printed, typed or stamped)
My commission number: ________

My commission expires:_

Dorene G Roach

My Commission CC810891

Expires February 21 2003

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept my obligations as registered agent.

DATED	JULY 18, 2000.	As o
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	Darla Jaylor	FILE 22 ARY
	Dail A. Taylor	S S S S S S S S S S S S S S S S S S S
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