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STEPHEN C. PREUSS

ATTORNEY AT LAW

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MJH

October 25, 2000

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Organization of
ADVANTAGE PROCUREMENT CONSULTANTS, LLC

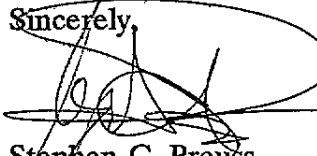
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Dear Sir or Madam,

Enclosed please find the Articles of Organization for the above referenced Limited Liability Company, along with a check in the amount of \$ 155.00 for the Filing Fee, Designation of Registered Agent, and cost of a Certified Copy of the filed Articles. I appreciate your assistance.

Please call if you have any questions.

Sincerely,


Stephen C. Preuss

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION FOR
ADVANTAGE PROCUREMENT CONSULTANTS, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

ADVANTAGE PROCUREMENT CONSULTANTS, LLC

**ARTICLE II
ADDRESS**

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

1028 Apollo Beach Blvd. Unit 115 Apollo Beach, FL 33572

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE, &
REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the Registered Agent are:

**William J. Borrer
1028 Apollo Beach Blvd. Unit 115 Apollo Beach, FL 33572**

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 appointment as Registered Agent and agree 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..



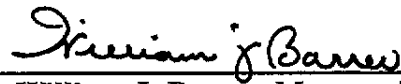
Registered Agent's Signature

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ARTICLE IV
MANAGEMENT

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

In accordance with Section 608(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



William J. Borrer, Manager/Member