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Law Offices

BAILEY & DAWES, L.C.

SUITE 301, CONTINENTAL PLAZA, 3250 MARY STREET, MIAMI, FLORIDA 33133
TELEPHONE 305.374.5505 • TELEFACSIMILE 305.374.6715

GUY B. BAILEY, JR.
CRISTINA F.G. FUSCHI
JOHN E. HUGHES, III

OF COUNSEL
J. BRUCE IRVING
SENIOR COUNSEL
WM. R. DAWES
(1912 - 1998)

January 3, 2001

Via Federal Express

Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

100003522961--5
-01/04/01--01039--003
****155.00 ****155.00

Re: Dissolution of BAILEY & HARPER, P.L. and the Filing of
Articles of Organization for BAILEY & DAWES, L.C.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Dissolution for Bailey & Harper, P.L. and a check in the amount of \$55.00 for the filing fee and a certified copy.

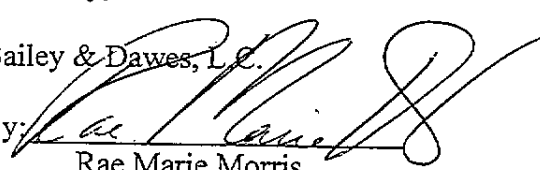
Also enclosed is the original and one copy of the Articles of Organization for Bailey & Dawes, L.C. and a check in the amount of \$155.00 for the filing fee and a certified copy.

After these documents have been filed please return the certified copies of both documents in the enclosed FedEx envelope.

If you have any questions please feel free to contact me at the address referenced above.
Thank you for your attention to this matter.

Sincerely,

Bailey & Dawes, L.C.

By: 
Rae Marie Morris
Legal Assistant

RM/
Enclosures

EFFECTIVE DATE
01/01/01

**ARTICLES OF ORGANIZATION FOR FLORIDA PROFESSIONAL
LIMITED LIABILITY COMPANY**

ARTICLE I – Name:

The name of the Professional Limited Liability Company is: **BAILEY & DAWES L.C.**

ARTICLE II – Address:

The mailing address of the principle office of the Professional Limited Liability Company is:

Continental Plaza, Suite 301
3250 Mary Street, Coconut Grove
Miami, Florida 33133

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

GUY B. BAILEY, JR.

Continental Plaza, Suite 301

3250 Mary Street, Coconut Grove

Miami, Florida 33133

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 the appointment as registered agent and agree to 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..



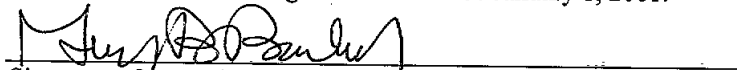
Registered Agent's Signature

ARTICLE IV – Management (Check box if applicable.)

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

ARTICLE V – Effective Date

The effective date for these articles of organization shall be January 1, 2001.



Signature of a member or an authorized representative of a member.

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

GUY B. BAILEY, JR.

FILED
01 JAN - 4 PM 4:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EFFECTIVE DATE
01/01/01