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LIMITED LIABILITY COMPANY

Cabaniss, Smith, Toole & Wiggins, PL

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ARTICLES OF ORGANIZATION

OF

CABANISS, SMITH, TOOLE & WIGGINS, PL,
a Florida professional limited company

The undersigned, being competent to contract, for the purpose of organizing a professional limited company pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

ARTICLE ONE - NAME

The name of the professional limited company shall be CABANISS, SMITH, TOOLE & WIGGINS, PL (the "Company").

ARTICLE TWO - COMMENCEMENT OF EXISTENCE

This Company shall commence existence on the date these Articles of Organization are executed and shall have perpetual existence, unless terminated earlier in accordance with the Operating Agreement of the Company.

ARTICLE THREE - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office, mailing address, and street address of the Company shall be 390 North Orange Avenue, Suite 1600, Orlando, Florida 32801.

ARTICLE FOUR - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Company shall be 390 North Orange Avenue, Suite 1600, Orlando, Florida 32801 and the initial registered agent of the Company at that address shall be JOHN W. SMITH. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment to these Articles of Organization.

This document was prepared by:
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ARTICLE FIVE - PURPOSES AND GENERAL POWERS

The purpose for which the Professional Limited Company is organized is to provide legal services to the public. The Professional Limited Company shall have all of the powers vested in a professional limited company organized and existing by virtue of the laws of Florida.

ARTICLE SIX - MANAGEMENT

The Company shall be a manager-managed company. The Company shall be managed by at least one (1) manager. The number of managers may be increased as provided in the Operating Agreement of the Company.

ARTICLE SEVEN - AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto.

ARTICLE EIGHT - ADOPTION OF OPERATING AGREEMENT

The Company shall adopt an Operating Agreement for the Company, which may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608 of the Florida Statutes.

ARTICLE NINE - HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets its hand and seal this 23rd day of January, 2001.


John Smith, Member

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REGISTERED AGENT CERTIFICATE OF ACCEPTANCE

In compliance with Section 608.407(1)(d), Florida Statutes, the following is submitted:

CABANISS, SMITH, TOOLE & WIGGINS, PL (the "Company") desiring to organize as a domestic professional limited company or qualify under the laws of the State of Florida has named and designated JOHN W. SMITH as its Registered Agent to accept service of process within the State of Florida with its registered office located at 390 North Orange Avenue, Suite 1600, Orlando, Florida 32801.

ACCEPTANCE

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of that position as set forth in Chapter 608, Florida Statutes, as the same may apply to the Company.

Dated this 23rd day of January, 2001.


JOHN W. SMITH, Registered Agent

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