

201000003309

CAPITAL CONNECTION INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8022 • Fax (850) 202-1222

Marion Investments, LLC

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***160.00 ***160.00

Art of Inc. File

LTD Partnership File

Foreign Corp. File

✓ LC File LLC

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

✓ Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

SP
Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

FILED
01 MAR -5 PM 1:20
RECEIVED
01 MAR -5 PM 12:58
TALLAHASSEE FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION
OF
MARION INVESTMENTS, LLC
a Florida Limited Liability Company**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, *Florida Statutes §608*, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **MARION INVESTMENTS, LLC** ("Company").

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of the company shall be 1205 N.W. 27th Avenue, Ocala, FL 34475.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and registered office of the Company in the state of Florida are **J. WARREN BULLARD**, 18 N.W. Third Avenue, Ocala, FL 34475.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all members.

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CLERK OF DISTRICT COURT
FLORIDA
TALLAHASSEE

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all members. A member may transfer his or her interest in the company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VII - TERMINATION OF EXISTENCE -

MEMBER'S RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company unless the business of the Company is continued by the consent of all remaining members, provided there is at least one remaining member.

ARTICLE VIII - INITIAL MANAGER

The Company shall be managed by the members in accordance with the regulations adopted by all members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of

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CLERK OF DISTRICT COURT
JULIA A. BEECHER
TALLAHASSEE, FLORIDA

the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company are:

William G. Boothby
1205 N.W. 27th Avenue
Ocala, FL 34475

The initial manager shall serve until the first Annual Meeting of members or until his successor is elected and qualified or until a manager's death or resignation.

ARTICLE IX - INITIAL MEMBER

The name and address of the Initial Member of the Company who will be contributing initially cash and/or property valued at \$1,000.00 to the Company are:

William G. Boothby
1205 N.W. 27th Avenue
Ocala, FL 34475

ARTICLE X - REGULATIONS


The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

ARTICLE XI - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these ARTICLES OF ORGANIZATION in accordance with the Florida Limited Liability Company Act.

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TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Ocala, Florida, on this 2nd day of March, 2001.


J. WARREN BULLARD - Organizer
Authorized Representative of the
Members

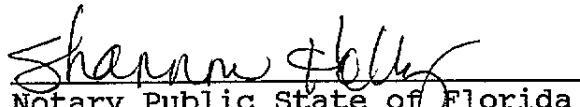
STATE OF FLORIDA
COUNTY OF MARION

2nd The foregoing instrument was acknowledged before me this day of March, 2001, by J. WARREN BULLARD as organizer and authorized representative of the members, who is personally known to me, or who provided _____ as identification.

My commission expires:



Shannon Holly
Commission #CC952056
Expires June 29, 2004
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public State of Florida
Shannon Holly
Printed Name of Notary

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SECRETARY OF STATE
TALLAHASSEE FLORIDA