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BLACK, COVERT, HOYT, BRYAN, JOHNSON & TAVRIDES, LLC
AN ASSOCIATION OF LAW FIRMS

WILLIAM R. BLACK, PA
2691 E. OAKLAND PARK BOULEVARD, SUITE 102
FT. LAUDERDALE, FL 33305
(954) 561-2233
(888) 339-1550
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blackesq@bellsouth.net

PLEASE REPLY TO FORT LAUDERDALE

WILLIAM R. BLACK*
RANDY C. BRYAN*
NEIL R. COVERT*
MARGARET HOYT*
JOSEPH E. JOHNSON*
MATTHEW A. TAVRIDES*

*ADMITTED IN FLORIDA

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

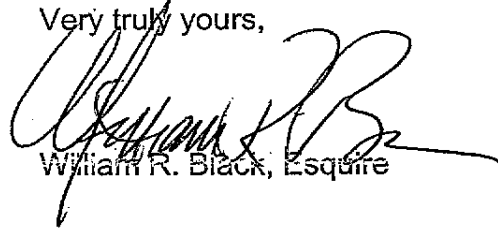
Re: Black and Covert, LLC

Dear Sir/Madam:

Enclosed please find the Articles of Organization for Black and Covert, LLC, and
a check in the amount of \$125.00 to cover the filing fee.

Should you have any questions concerning this correspondence, please do not
hesitate to contact this office. I remain

Very truly yours,


William R. Black, Esquire

WRB/lgm

enclosure(s)

COVERT & ASSOCIATES, P.A.
311 PARK PLACE BOULEVARD, SUITE 360
CLEARWATER, FL 33759
(727) 449-8200

COVERT & BLACK, LLC
311 PARK PLACE BOULEVARD, SUITE 360
CLEARWATER, FL 33759
(727) 449-8200

HOYT & BRYAN, LLC
261 PLAZA DRIVE, SUITE B
OVIEDO, FL 32765
(407) 977-8080

JOSEPH E. JOHNSON, P.A.
70 S.E. FOURTH AVENUE
DELRAY BEACH, FL 33483
(561) 276-4773

MATTHEW A. TAVRIDES, P.A.
320 W. KENNEDY BOULEVARD, SUITE 550
(813) 251-5411

AND

720 RUGBY STREET, SUITE 240
ORLANDO, FL 32804
(407) 843-8441

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FILED
APR 30 PM 5:00
TALLAHASSEE, FL
DIVISION OF CORPORATIONS

L01-6723



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 23, 2001

WILLIAM BLACK
2691 E. OAKLAND PARK BLVD., SUITE 102
FORT LAUDERDALE, FL 33305

SUBJECT: BLACK AND COVERT, LLC
Ref. Number: W01000009131

We have received your document for BLACK AND COVERT, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 001A00023925

FILED
91 APR 30 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BLACK AND COVERT, LLC

AN ASSOCIATION OF LAW FIRMS

WILLIAM R. BLACK, PA
2691 E. OAKLAND PARK BOULEVARD, SUITE 102
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(954) 561-2233
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blackesq@bellsouth.net

PLEASE REPLY TO FORT LAUDERDALE

COVERT & ASSOCIATES, P.A.
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CLEARWATER, FL 33759
(727) 449-8200

COVERT & BLACK, LLC
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WILLIAM R. BLACK*
NEIL R. COVERT*

*ADMITTED IN FLORIDA

April 26, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

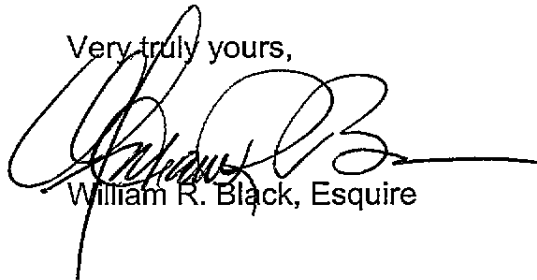
Re: Black and Covert, LLC

Dear Sir/Madam:

Enclosed please find the corrected Articles of Organization for Black and Covert, LLC. Please see Article 3, Address of Principle Office, street address and mailing address of the entity are one and the same.

Should you have any questions concerning this correspondence, please do not hesitate to contact this office. I remain

Very truly yours,



William R. Black, Esquire

WRB/lgm

enclosure(s)

FILED
01 APR 30 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FL 32314

ARTICLES OF ORGANIZATION

Black and Covert, LLC

A LIMITED LIABILITY COMPANY

(Pursuant to s. 607.407, Florida Statutes)

1. Name. The name of the limited liability company is Black and Covert, LLC.
2. Purpose. The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. Address of Principle Office. The street address and mailing address of the registered office of the limited liability company is 2691 E. Oakland Park Blvd., Suite 102, Ft. Lauderdale, Florida 33306.
4. Term. Term of this LLC shall be perpetual.
5. Members at Time of Formation. There will be at least one member at the time the limited liability company is formed.
6. Period of Duration. The period of duration shall be perpetual.
7. Management. Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

Initial Members:

William R. Black, P.A.
2691 E. Oakland Park Blvd., Suite 102
Ft. Lauderdale, Florida 33306

Covert and Associates, P.A.
311 Park Place Blvd., Suite 360
Clearwater, Florida 33759

Covert & Black, LLC
311 Park Place Blvd., Suite 360
Clearwater, Florida 33759

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01 APR 30 PM 5:00
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TALLAHASSEE, FLORIDA

8. Additional Members. The names and addresses of additional members(s) are as follows: None.

9. Admission of New Members. With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In order to qualify as a new member, the new member must be a member in good standing of the Florida Bar, a member of the National Network of Estate Planning Attorneys and a member of Lifespan™ Legal Services, LLC. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member. In the event that an existing member fails to continue to meet the minimum criteria for membership outlined above that member shall, without further action by the other members, cease to be a member of this LLC, and that member shall immediately cease and desist from holding him or herself out as a member of this LLC.

10. Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating Agreement of the limited liability company.



William R. Black, Esquire
Member

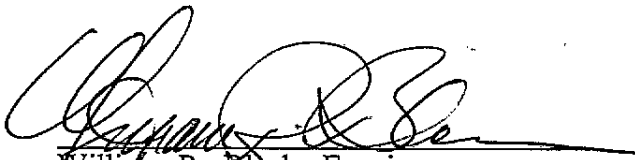
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CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. Name. The name of the limited liability company is Black and Covert, LLC
2. Registered Office. The address of the registered office of the limited liability company is 2691 E. Oakland Park Blvd., Suite 102, Ft. Lauderdale, Florida 33306.
3. Registered Agent. William R. Black, Esquire, is appointed, and by his signature below accepts appointment, to act as the Registered agent of Black and Covert, LLC.

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.


William R. Black, Esquire

FILED
01 APR 30 PM 5:00
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TALLAHASSEE, FLORIDA