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Patricia A. Baldwin

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Phone: (561) 337-5100 • Fax: (561) 337-5196

Admitted in Florida
and New York State

April 24, 2001

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Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Retail Sales & Services Group, LLC

Enclosed herewith please find the following documents for the filing of the above referenced LLC:

1. Articles of Organization;
2. Certificate of Authority; and
3. Certificate of Designation of Registered Agent.

I have enclosed my attorney's check in the amount of \$130.00 for the filing fee, registered agent designation and certificate of status.

Please feel free to contact me if you have any questions.

Very truly yours,



Patricia A. Baldwin

Enclosures

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TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the Limited Liability Company is: **Retail Sales & Services Group, L.L.C.**

ARTICLE II. ADDRESS

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

2162 Reserve Park Trace
Port St. Lucie, FL 34983

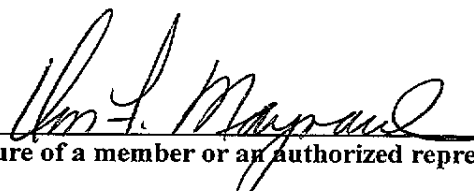
ARTICLE III. REGISTER AGENT

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

Patricia A. Baldwin, Attorney at Law
10014 S. Federal Highway
Port St. Lucie, FL 34952

ARTICLE IV. MANAGEMENT

The Limited Liability Company is to be a manager-managed company



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

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

DON MAYNARD

Typed or printed name of signee

Filing Fee: \$100.00 for Articles

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TALLAHASSEE, FLORIDA

CERTIFICATE OF AUTHORITY

For

RETAIL SALES & SERVICES GROUP, L.L.C.

This is to certify that the above limited liability company is managed by its Manager.

Each of the members who are listed below is authorized and empowered to transact business on behalf of the company:

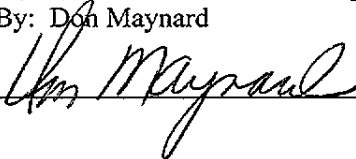
Name	Address
<u>Don Maynard</u>	<u>2162 Reserve Park Trace</u> <u>Port St. Lucie, FL 34986</u>
<u>Jeffrey K. Maynard</u>	<u>4524 Magnolia Drive</u> <u>Birmingham, AL 35242</u>
<u>Christopher Beaudet</u>	<u>4632 Kathi Drive</u> <u>Bethel, PA 18017</u>

Date: April, 2001

Name of Company:

Retail Sales & Services Group, L.L.C.

By: Don Maynard



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

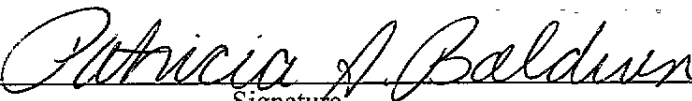
1. The name of the limited liability company is: Retail Sales & Services Group, L.L.C.
2. The name and Florida street address of the registered agent are:

PATRICIA A. BALDWIN, Attorney at Law
Name

10014 S. Federal Highway
Florida street address (P.O. Box NOT ACCEPTABLE)

Port St. Lucie, FL 34952
City, State and Zip

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

Filing Fee: \$25.00 for Designation of Registered Agent

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