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June 13, 2001

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

Dear Sirs:

Please find enclosed articles of Organization. I have enclosed
\$155.00 for fees including a certified copy.

Yours Truly,

Robert Wallace

Robert Wallace

RBW/dlc

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ARTICLES OF ORGANIZATION

OF

BOWEN CONSULTING GROUP, L.L.C.

The undersigned is a natural person competent to contract and hereby forms a Limited Liability Company under the Florida Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this Limited Liability Company is BOWEN CONSULTING GROUP, L.L.C. and its principal office is located 513 Ponte Vedra Blvd., Ponte Vedra Beach, Florida 32082 and its mailing address is P.O. Box 1656, Ponte Vedra Beach, Florida 32004.

ARTICLE II. DURATION

This Limited Liability Company shall exist for a period of twenty five years beginning on the date of execution of these articles of organization.

ARTICLE III. PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. POWERS

This Limited Liability Company shall have all and singular the following powers:

To invest the funds of the Limited Liability Company in debt instruments and to own personal property necessary for the conducting of the Limited Liability Company's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, corporation, or Limited Liability Company, and to carry on any business which this Limited Liability Company has the direct or incidental authority to pursue.

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Limited Liability Company enumerated in these Articles of Organization, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Limited Liability Company.

To have, in furtherance of the organization's purpose, all of the powers conferred upon Limited Liability Companies organized under the

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Florida Limited Liability Company Act subject to any limitations contained in these articles of organization.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed under the direction of one Manager and shall be a Manager-managed company. The Manager shall be the chief executive officer of the Limited Liability Company, shall have general and active management of the business and affairs of the Limited Liability Company and shall have the power to sell all, or substantially all, of the assets of the Limited Liability Company, and shall preside at all meetings of the members. All powers of this Limited Liability Company shall be exercised only by or under the authority of such Manager, except as otherwise provided by law, these Articles of Organization, the Regulations or Operating Agreement of this Limited Liability Company. The name and address of the Manager is:

Robert Bowen
513 Ponte Vedra Blvd.
Ponte Vedra Beach, Florida 32082

ARTICLE VI. INDEMNIFICATION OF MANAGER

The Limited Liability Company shall indemnify and hold harmless the Manager from and against any and all claims and demands whatsoever unless a judgment or other final adjudication establishes that the actions, or omissions to act, of the Manager were material to the cause of action so adjudicated and constitute any of the following:

- a. A violation of criminal law, unless the Manager had no reasonable cause to believe such conduct was unlawful,
- b. A transaction for which the Manager derived an improper personal benefit,
- c. A transaction which constitutes an unlawful distribution under the provisions of s. 608.426,
- d. Wilful misconduct or a conscious disregard for the best interests of the Limited Liability Company in a proceeding by or in the right of the Limited Liability Company to procure a judgment in its favor or in a proceeding by or in the right of a member.

ARTICLE VII. VOTING RIGHTS OF MEMBERS

The members shall have no voting rights except as provided in s. 608.4231 as to amendment of the Articles of Organization and dissolution or merger of the Limited Liability Company.

ARTICLE VIII. ASSIGNMENT OF A MEMBER'S INTEREST

A member's interest shall not be assignable except as provided in

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the operating agreement.

ARTICLE IX. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Limited Liability Company is 513 Ponte Vedra Blvd., Ponte Vedra Beach, Florida 32082, and the name of the initial registered agent of this Limited Liability Company at that address is Robert Bowen.

ARTICLE X. AMENDMENT

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned member has executed these Articles of Organization on June 13th, 2001.


Robert Bowen

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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 IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA

1. The name of the Limited Liability Company is BOWEN CONSULTING GROUP, L.L.C.

2. The name and address of the registered agent and office is:

Robert Bowen

located at: 513 Ponte Vedra Blvd.
Ponte Vedra Beach, Florida 32082

ACKNOWLEDGEMENT:

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.


Robert Bowen

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