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June 12 2001

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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***125.00 ***125.00

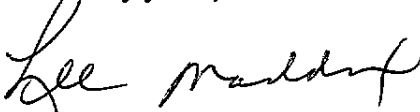
Re: Registration of EXECUTIVE COMPENSATION CONCEPTS, LLC

Dear Sir or Madam:

Enclosed for registration are Articles of Organization for the referenced limited liability company, together with our check for \$125 in payment of filing fees.

A self-addressed envelope is provided for your convenience in sending us the letter of acknowledgment.

Sincerely yours,



(Mrs.) Lee Maddox
Administrative Assistant to
C. Randolph Coleman
Attorney at Law

FILED
01 JUN 14 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Im
Availability	
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Document	
Examiner	DCC
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Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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**ARTICLES OF ORGANIZATION
OF
EXECUTIVE COMPENSATION CONCEPTS, LLC
A LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby certify that we have associated ourselves together for the purpose of organizing a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit. We further declare that the following Articles shall be the authority for the conduct of business of such Company.

ARTICLE I - NAME

The name of the limited liability company shall be EXECUTIVE COMPENSATION CONCEPTS, LLC (the "Company"). The principal place of business of the Company in Florida shall be in Tampa, Florida, Hillsbrough County, Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Members.

ARTICLE II - PURPOSES AND POWERS

This Company is organized to engage in any activity or business in which a limited liability company may engage under the laws of the State of Florida.

ARTICLE III - CAPITAL CONTRIBUTION AND COMMITMENTS

Initial capital contributions shall be paid to the Company by the Members as follows:

<u>Member</u>	<u>Contribution</u>	<u>Commitment</u>
Glenn Baker	\$ 500	14.286%
Larry Kenney	\$ 500	14.286%
Ralph Pence	\$ 500	14.286%
David Hansen	\$ 500	14.286%
C. Randolph Coleman	\$ 500	14.285%
William Biordi	\$ 500	14.285%
Scott Ridge	\$ 500	14.286%

Additional contributions will be made as required, as set out in the Regulations of the Company.

ARTICLE IV - LIMITED LIABILITY COMPANY POWERS

All of the Company's powers shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under, the direction of its Members. This

Article may be amended from time to time in the Regulations of the Company by a unanimous vote of the Members of the limited liability company.

ARTICLE V - DURATION

The Company shall exist until April 30, 2021 or until dissolved in a manner provided by law, or as provided in the Regulations adopted by the Company; provided, however, if not earlier dissolved by law or the Regulations of the Company upon unanimous written consent of all of the then-existing Members of the Company, the duration of the Company can be extended until April 30, 2041.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal office and mailing address of the Company shall be located at 4014 Gunn Highway, Suite 140, Tampa, Florida, 33624.

ARTICLE VII - MANAGEMENT

Management of the Company is reserved to its Members in accordance with applicable law and the Regulations of the Company, as may from time to time be amended. The names and addresses of the initial Members/Management of the Company are:

Glenn Baker
4014 Gunn Highway, Suite 140
Tampa, FL 33624

Larry Kenny
8321 Old Courthouse Rd
Suite 210
Vienna, VA 22182

Ralph Pence
112 Flintshire Way
Copell, TX 75019

C. Randolph Coleman
7849 Groveton Hills Place
Jacksonville, FL 32256

Dave Hansen
155 Wellington Drive
Bloomington, IL 60108

William Biordi
126 School Road
Wilmington, DE 19803

Scott Ridge
P.O. Box 247
Swarthmore, PA 19081-9978

ARTICLE VIII - REGISTERED OFFICE

The name and street address of the registered agent of the Company in the State of Florida is: C. Randolph Coleman, Esq., 9250 Baymeadows Road, Suite 230, Jacksonville, FL 32256.

ARTICLE IX - RESTRICTIONS ON MEMBERSHIP

New Members may be admitted by unanimous written consent of the Members. Contributions required of new Members shall be determined as of the time of admission to the Company.

A Member's interest in the Company may not be sold or otherwise transferred except with written consent of Members having a commitment interest of one hundred (100%) percent.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, of the occurrence of any other event that terminates the continued membership of a Member in the Company, the remaining Members shall have the right to continue the business upon unanimous consent of such remaining Members.

The undersigned, being the initial Members of the Company, hereby certify that the foregoing constitutes the Articles of Organization of EXECUTIVE COMPENSATION CONCEPTS, LLC

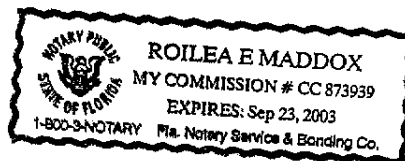
Executed by the undersigned, at Jacksonville, Florida, on the 12th day of JUNE, 2001.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

Rain Cradick
Witness

Deborah M. Massalongo
Witness

C. Randolph Coleman (Seal)
C. Randolph Coleman, Managing Member



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CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

)

) SS:

COUNTY OF DUVAL

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BEFORE ME, the undersigned authority, personally appeared this day C. RANDOLPH COLEMAN to me well known, or who has produced _____ as identification and did take an oath, and known to me to be the individuals described in and who executed the foregoing and acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 12th day of JUNE, 2001.

Reiten E. Maddox

Notary Public, State of Florida

Name: *Reiten E. Maddox*

My Commission Expires:


**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: **Executive Compensation Consultants, LLC.**
2. The name and the Florida street address of the registered agent are:

C. Randolph Coleman
9250 Baymeadows Road, Suite 230
Jacksonville, FL 32256-1813

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.


C. Randolph Coleman

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