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August 8, 2001

Department Of State
Division Of Corporation
The Capitol
Tallahassee, Florida 32304

FILED
01 AUG 24 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

re: Limited Liability Company Articles Of Organization

Dear Reader:

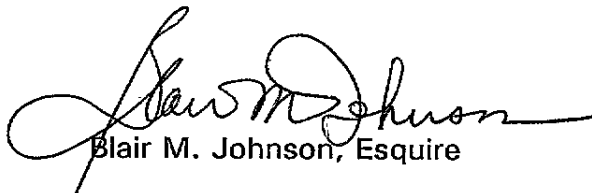
Enclosed for filing is the original Articles Of Organization Of **Bankston & Marcum, LLC, Authorization Of Agent, Consent To Appointment As Registered Agent** and **Certificate For Formation**. Also enclosed is my check in the amount of **\$125.00** representing payment for the filing fee.

Please file the enclosed documents and return a stamped copy to the undersigned.

Thank you for your courtesies in this matter.

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-08/13/01--01120--020
****125.00 ****125.00

Sincerely,


Blair M. Johnson, Esquire

kad

Enclosures

c:\corporate\letter to sec. of state to file llc documents

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 15, 2001

BLAIR JOHNSON
P.O. BOX 770496
WINTER GARDEN, FL 34777-0496

SUBJECT: BANKSTON & MARCUM, LLC
Ref. Number: W01000018839

We have received your document for BANKSTON & MARCUM, 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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 101A00046668

FILED
01 AUG 24 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

FOR

BANKSTON & MARCUM, LLC

The undersigned organizer(s) of a limited liability company under the State of Florida Limited Liability Company Act adopt(s) the following Articles Of Organization:

1. **Name.** The name of the limited liability company is ***BANKSTON & MARCUM, LLC.***
2. **Duration.** The limited liability company shall have perpetual existence.
3. **Purpose.** The purpose for which this limited liability company is organized is to perform any lawful purpose except that of banking and insurance.
4. **Principal Place of Business.** The street address of its principal place of business is ***625 East Bay Street, Winter Garden, Florida 34787.***
5. **Mailing Address of the Business.** The mailing address of its principal place of business is ***625 East Bay Street, Winter Garden, Florida 34787.***
6. **Registered Agent And Office.** The name of the limited liability company's registered agent, whose Consent To Appointment As Registered Agent is included with this Articles, is ***Gary Marcum*** and the address of the registered office within this state is ***625 East Bay Street, Winter Garden, Florida 34787.***
7. **Admission of Additional Members.** Additional members may be admitted to this limited liability company only upon such terms as are unanimously agreed to by all members in the Operating Agreement.
8. **Continuation.** The remaining members of the limited liability company by unanimous vote may exercise the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in this limited liability company. Members cannot enter a business continuation agreement.

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TALLAHASSEE, FLORIDA

8. **Management.** The business of the limited liability company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in their company in all matters. Members cannot enter into a business dissolution consent agreement. The name and address of the member of the limited liability company is:

Gary Marcum
625 East Bay Street
Winter Garden, Florida 34787

Nancy Bankston
625 East Bay Street
Winter Garden, Florida 34787

IN WITNESS WHEREOF, these articles have been subscribed this 7th day of August, 2001 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.


Gary Marcum - Signature

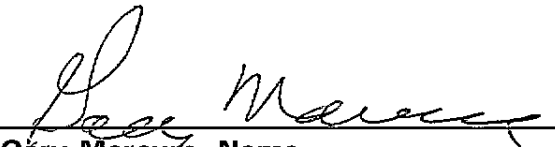
Gary Marcum - President/Member
Name and Capacity of Signer

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TALLAHASSEE, FLORIDA

AUTHORIZATION OF AGENT

Comes now, **Gary Marcum** a forming member of this above-named Limited Liability Company and states that he is an 'authorized person' so that he can sign the Certificate Of Formation. Specifically, I affirm that I have the authority to sign the Certificate Of Formation to be filed with the state.

Dated this 7th day of August, 2001.



Gary Marcum, Name

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, **Gary Marcum** accepts appointment as registered agent, and states that I am familiar with the duties of a registered agent.



Gary Marcum, Registered Agent

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01 AUG 24 PM 5:00
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TALLAHASSEE, FLORIDA

CERTIFICATE FOR FORMATION

OF

BANKSTON & MARCUM, LLC

The undersigned person acting as an authorized person of a limited liability company pursuant to the Limited Liability Company Act adopts the following Certificate Of Formation:

1. **Name.** The name of the limited liability company is ***BANKSTON & MARCUM, LLC***.
2. **Duration.** The limited liability company shall have perpetual existence.
3. **Registered Agent and Office.** The name of the limited liability company's registered agent is ***Gary Marcum*** with an address in this state at ***625 East Bay Street, Winter Garden, Florida 34787***.

IN WITNESS WHEREOF, this Certificate Of Formation has been subscribed this 7th day of August, 2001 by the undersigned who affirm(s) that the statements made herein are true under the penalties of perjury.


Gary Marcum, Authorized Signer

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01 AUG 24 PM 5:20
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TALLAHASSEE, FLORIDA