

LO1000018619

TRANSMITTAL MEMORANDUM

To: Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Date: October 23, 2001

Re: CHARLES & BLAINE, LLC

File No. W-51,917

DOCUMENTS OR PAPERS LISTED BELOW ARE ENCLOSED:

1. Original Articles of Organization.
2. Check for \$155.00, covering;
\$100.00 Filing Fee
25.00 Registered Agent
30.00 Certified Copy

800004652528--5
-10/25/01--01022--007
****155.00 ****155.00

PLEASE TAKE THE FOLLOWING ACTION:

Please file the Articles and return one certified copy to
office.

FILED
OCT 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THANK YOU.

STENSTROM, McINTOSH, COLBERT, WHIGHAM & SIMMONS, P.A.
Attorneys at Law
Suite 22, Sun Bank
Post Office Box 4848
Sanford, Florida 32772-4848
Telephone: (407) 322-2171
Orlando Exchange: (407) 834-5119
FAX: (407) 330-2379

i:\fcw\corp\Charles&Blaine,LLC\tm-art.org.11c


FRANK C. WHIGHAM, ESQUIRE

LO1-18619
OK

**ARTICLES OF ORGANIZATION
OF
CHARLES & BLAINE, LLC**

We, the undersigned as organizers and members of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company shall be **CHARLES & BLAINE, LLC**.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office of this limited liability company is 23824 Integrity Way, Sorrento, FL 32776, and the mailing address shall be the same. This limited liability company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE III
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 23824 Integrity Way, Sorrento, FL 32776, and the name of the company's initial registered agent at that address is **M. BLAINE McCORMICK, III**.

**ARTICLE IV
MEMBERS AND MANAGEMENT**

The management of the company is reserved to the members of the company, in proportion to their contribution to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

The names and addresses of the members of the company are:

M. BLAINE McCORMICK, III
23824 Integrity Way
Sorrento, FL 32776

CHARLES W. BECK
23706 Oak Valley Lane
Sorrento, FL 32776

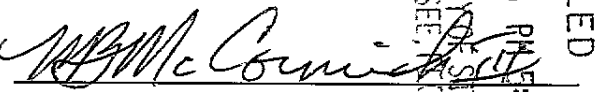

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE V DURATION

The period of duration for this limited liability company shall be perpetual from the date of issuance of a Certificated of Organization by the State of Florida.

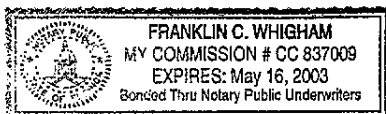
IN WITNESS WHEREOF, the undersigned organizers have executed these Articles of Organization of CHARLES & BLAINE, LLC on this 17th day of October, 2001.



M. BLAINE McCORMICK, III

CHARLES W. BECK

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

The foregoing instrument was acknowledged before me by M. BLAINE McCORMICK, III and CHARLES W. BECK, personally known to me, or who provided FL. drivers license as identification, this 17th day of October, 2001.

(Affix notarial seal)




Notary Public-State of Florida
Print Name: FRANKLIN C. WHIGHAM

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

Pursuant to the provisions of Section 608.415 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

1. The name of the limited liability company is **CHARLES & BLAINE, LLC**.

2. The name of the registered agent for **CHARLES & BLAINE, LLC**, is **M. BLAINE McCORMICK, III**, and the street address of the company's principal office where the agent is located is 23824 Integrity Way, Sorrento, FL 32776.

3. This statement is to acknowledge that, as indicated above, **CHARLES & BLAINE, LLC**, has appointed me, **M. BLAINE McCORMICK, III**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

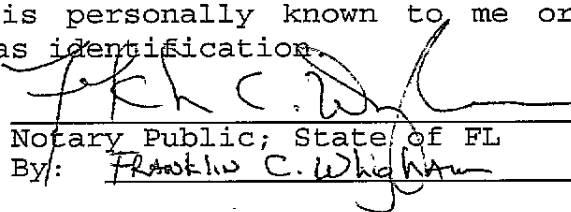
Dated this 17th day of October, 2001.

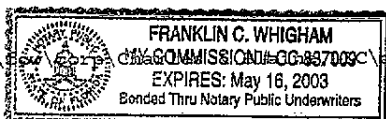

M. BLAINE McCORMICK, III

FILED
OCT 25 PM 3:40
CLERK OF
HABERSHAM

The foregoing instrument was acknowledged before me this _____ day of October, 2001, by **M. BLAINE McCORMICK, III**, agent on behalf of **CHARLES & BLAINE, LLC**. He is personally known to me or provided drivers license (FL) as identification.

(Affix Notary Seal)


Notary Public; State of FL
By: Franklin C. Whigham



i:\law\cc\COMMISSION\CG-837003\articles