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LAW OFFICES
RAYMOND L. GOODMAN

104 SOUTH CLYDE AVENUE, KISSIMMEE, FL 34741 • TEL. (407) 932-2001 • FAX (407) 932-1077 • E-MAIL rgoodman@gdi.net

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Fl. 32314

000004656520--6
-11/15/01--01071--004
*****27.25 *****27.25

October 26, 2001

Wo1-25232

Re: Initial Filing of Articles, Goodman & Goodman,
Attorneys at Law, LLC.

000004656520--6
-10/23/01--01034--013
*****132.75 *****132.75

Dear Sir or Madam:

Enclosed please find the following relative to filing for
the above captioned limited liability company:

1. Original, one copy Articles of Organization;
2. Original, one copy, affidavit of membership;
3. Original, one copy, Certificate of Designated...
4. Self-addressed, stamped envelope;
5. Check for \$132.75, (filing fee, reg. Agent fee, cert.
Copy).

Thank you for you cooperation.

Very truly,

Raymond L. Goodman

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 1, 2001

RAYMOND L. GOODMAN
104 SOUTH CLYDE AVENUE
KISSIMMEE, FL 34741

SUBJECT: GOODMAN & GOODMAN, ATTORNEYS AT LAW, LLC
Ref. Number: W01000025232

We have received your document for GOODMAN & GOODMAN, ATTORNEYS AT LAW, LLC and your check(s) totaling \$132.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please note that Article V refers to the affidavit.

Please also note that the filing fee is \$100, the agent fee is \$25, and a certified copy is \$30. A certificate of existence is \$5. Please determine what certification you would like and submit any additional fees due for the certification.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 601A00059708

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LAW OFFICES
RAYMOND L. GOODMAN

104 SOUTH CLYDE AVENUE, KISSIMMEE, FL 34741 • TEL. (407) 932-2001 • FAX (407) 932-1097 • E-MAIL rgoodman@gdi.net

Lee Rivers
Document Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Fl. 32314

November 5, 2001

Re: Goodman & Goodman, Attorneys at Law, LLC

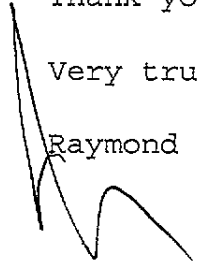
Dear Mr. Rivers:

Please find enclosed our second attempt at organization articles for our LLC, as well as check for \$27.25, (the difference between first check of \$132.75 and \$160.00) and return envelope.

Thank you for your patience.

Very truly,

Raymond L. Goodman



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ARTICLES OF ORGANIZATION
OF
GOODMAN & GOODMAN, ATTORNEYS AT LAW, LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be GOODMAN & GOODMAN, ATTORNEYS AT LAW, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 104 South Clyde Avenue, Kissimmee, Florida, 34741.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Raymond L. Goodman, 104 South Clyde Avenue, Kissimmee, Florida 34741.

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ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute the capital of the company.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.


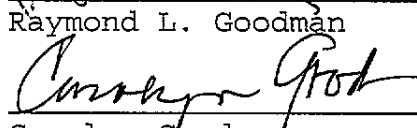
ARTICLE VIII - MEMBERS RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or in the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE IX - MANAGEMENT

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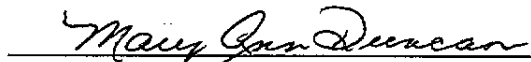
The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

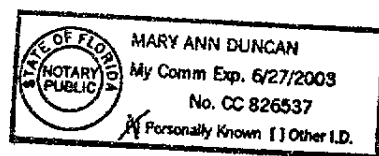
NAME	ADDRESS
 Raymond L. Goodman	104 South Clyde Avenue Kissimmee, Florida 34741
 Carolyn Goodman	104 South Clyde Avenue Kissimmee, Florida 34741

IN WITNESS WHEREOF, the above signed organizers have made and subscribed these articles of organization at Kissimmee, Florida this the 5th day of November, 2001.

State of Florida:
County of Osceola:

Signed before me this date by CAROLYN GOODMAN and RAYMOND L. GOODMAN, both personally known.


Notary Public, State of Florida



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