

LAW OFFICES OF
ANTHONY, BERRY & GOODE LLP
A LIMITED LIABILITY PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

MALCOLM ANTHONY
MICHAEL L. BERRY, JR.
BRYAN C. GOODE III

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

December 21, 2001

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-12/26/01--01061--001
***125.00 ***125.00

Re: Incorporation of MVA Group, LLC

EXPIRATION DATE
1/4/02

Dear Sirs:

Enclosed are the original, executed articles of incorporation for the above referenced limited liability company along with the appointment for statutory agent, which I request that you file with the division of corporations. Also enclosed is the incorporator's check in the amount of \$125.00 payable to the Florida Secretary of State to cover the applicable filing fees.

Please send your letter confirming the incorporation to:

MVA Group, LLC
c/o Michael L. Berry, Jr., Esq.
Anthony, Berry & Goode LLP
Four Sawgrass Village, Suite 230
Ponte Vedra Beach, FL 32082

Thank you for your assistance.

Sincerely,

ANTHONY, BERRY & GOODE LLP

Michael L. Berry, Jr.

RA acceptance

904-262-2777

Name	Availability
Document Examiner	Uelt
Updater	
MLBjr/jc	Updater
Enclosures	Verifier
	Acknowledgement
	W. P. Verifier

Uelt 1/11/02

789,304,671

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 3, 2002

MICHAEL L. BERRY, JR.
ANTHONY, BERRY & GOODE LLP
FOUR SAWGRASS VILLAGE, SUITE 230
PONTE VEDRA BEACH, FL 32082

SUBJECT: MVA GROUP, LLC
Ref. Number: W02000000168

We have received your document for MVA GROUP, 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 Registered Agent failed to sign the acceptance statement.

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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 502A00000255

**ARTICLES OF ORGANIZATION FOR
MVA GROUP, LLC**

EFFECTIVE DATE
1/4/02

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby adopts the following Articles of Organization:

**ARTICLE I
(Name)**

The name of the limited liability company is MVA Group, LLC ("the Company").

**ARTICLE II
(Address)**

The principal office and street mailing address of the Company will be located at 1409 Kingsley Avenue, Building 2, Orange Park, Florida 32073.

**ARTICLE III
(Duration and Continuation)**

The Company shall have perpetual existence, commencing upon December 6, 2001, or such other date no more than five (5) days prior to the filing of these Articles of Organization with the Florida Department of State, whichever is later.

**ARTICLE IV
(Purpose)**

The general purpose of the Company and the nature of the business to be transacted by the Company are to engage in any and all activities and exercise any and all powers, rights, and privileges for which a Company may now or hereinafter be organized under the laws of the State of Florida.

**ARTICLE V
(Registered Agent and Office)**

The street address of the initial registered office of this Company is Four Sawgrass Village, Suite 230, Ponte Vedra Beach, FL 32082, and the name of the initial registered agent of this Company at that address is Michael L. Berry, Jr.

**ARTICLE VI
(Additional Members)**

Additional members may be admitted as provided in the Operating Agreement of the

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Company.

ARTICLE VII
(Members' Rights to Continue Business)

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company will be as provided in the Operating Agreement of the Company.

ARTICLE VIII
(Management)

The Company affairs will be conducted, carried on, and managed by one (1) or more members and is therefore a member-managed company. The member(s) will have the obligations and responsibilities described in the Operating Agreement of the Company. The name of the initial member is Robert van Winkel. The member will serve in that capacity until removed by the members or until his successor is duly elected and qualified.

APPOINTMENT OF REGISTERED AGENT

The undersigned, MVA Group, LLC, a Florida limited liability company, with its principal offices in Clay County, Florida, hereby appoints Michael L. Berry, Jr., a natural person residing in Duval County, Florida, as its statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the undersigned may be served. The complete address of said statutory agent is Four Sawgrass Village, Suite 230, Ponte Vedra Beach, FL 32082.

Dated: December 6, 2001.

MVA Group, LLC

By: _____

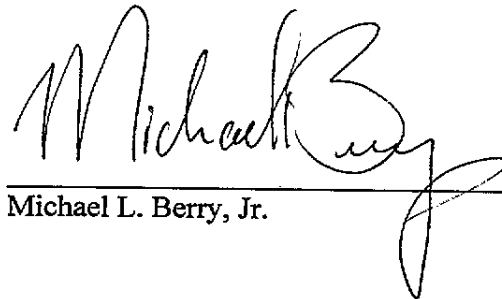

Robert van Winkel
Authorized Representative

ACKNOWLEDGMENT OF APPOINTMENT

TO: MVA Group, LLC

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 statutory registered agent of the above company 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 as provided for in Chapter 608, Florida Statutes.

December 6, 2001.

A handwritten signature in black ink, appearing to read "Michael Berry", is written over a horizontal line. The signature is stylized with a large "M" and a long, sweeping "y".

Michael L. Berry, Jr.