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JOHN A. PANYKO, P.A.
BOARD CERTIFIED TAX ATTORNEY

PHONE (850) 438-7272

FACSIMILE (850) 438-7224

REJN

January 24, 2002

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

1/28

FILED
02 JAN 28 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Pensacola Expo, LLC
Our File No. P16-02463

Gentlemen:

Enclosed please find an original and one copy of Articles of Organization to be filed on behalf of Pensacola Expo, LLC.

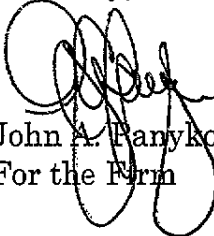
Also enclosed please find a check in the amount of \$125.00 in payment of the required filing fee including registered agent designation and certified copy.

Please file the Articles of Organization and return to the undersigned a certified copy of same.

Thank you for your assistance in this matter.

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****125.00 ****125.00

Sincerely,


John A. Panyko
For the Firm

JAP/cmw

Enclosures (3)

**ARTICLES OF ORGANIZATION
OF
PENSACOLA EXPO, LLC**

The undersigned, acting as organizer of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company:

**ARTICLE I
NAME AND PRINCIPAL OFFICE**

The name of this limited liability company is PENSACOLA EXPO, LLC, and its principal office and mailing address is located at 205 East Intendencia Street Pensacola, Florida 32501.

**ARTICLE II
DURATION**

The existence of this limited liability company shall be perpetual, commencing upon the subscription and acknowledgement of these Articles of Organization.

**ARTICLE III
PURPOSE**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
MANAGEMENT**

This organization is to be managed by a manager or managers elected by a vote of its members in accordance with the Regulations of the Company, as adopted and agreed upon by the members.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of this limited liability company's initial registered office is 205 East Intendencia Street, Pensacola, Florida 32501 and the name of this limited liability company's initial registered agent is RICHARD R. McALPIN.

ARTICLE VI
ORGANIZATION

The name and address of the organizer is RICHARD R. McALPIN, 205 East Intendencia Street, Pensacola, Florida 32501.

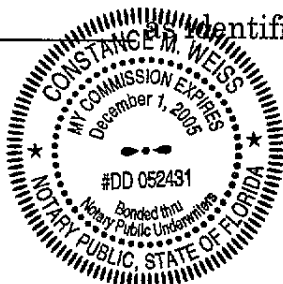
IN WITNESS WHEREOF, the undersigned organizers have executed these Articles of Organization for this limited liability company this 24th day of January, 2002.



RICHARD R. McALPIN

STATE OF FLORIDA)
)
COUNTY OF ESCAMBIA)

The foregoing instrument was acknowledged before me this 24th day of January, 2002, by RICHARD R. McALPIN, who is personally known to me or who has produced _____ identification.




NOTARY PUBLIC, State of Florida

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, RICHARD R. McALPIN, am familiar with and hereby accept the appointment as Registered Agent for PENSACOLA EXPO, LLC, as set forth in the Articles of Organization filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 24th day of January, 2002.



RICHARD R. McALPIN