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April 19, 2002

Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

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-04/23/02--01050--007
****125.00 ****125.00

Re: Thor Capital, LC

Gentlemen:

Enclosed for filing are one original and one photo copy of executed Articles of Organization for the above referenced entity. Also enclosed is a check in the amount of \$125.00 to cover the following filing fees:

Filing Fee	\$100.00
Registered Agent	25.00
	<u>\$125.00</u>

Please return the photo copy of the Articles of Organization to our office after filing. If you should have any questions concerning this proposed application, please let me know.

Sincerely,

Barbara Humphrey, CLA
Barbara Humphrey, CLA
Certified Legal Assistant

BH/
Enclosures
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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QR

**ARTICLES OF ORGANIZATION
OF
THOR CAPITAL LC**

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

ARTICLE I

NAME

The name of the limited liability company is Thor Capital LC.

ARTICLE II

ADDRESS

The principal office and mailing address of the limited liability company shall be c/o Richard R. McAlpin, 205 E. Intendencia, Pensacola, Florida 32501.

ARTICLE III

DURATION

The duration of the limited liability company shall be perpetual, and shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after the date they are executed, the company's existence shall commence upon filing by the Department of State.

ARTICLE IV

MANAGEMENT

The managing member shall be Richard R. McAlpin, whose address is 205 E. Intendencia, Pensacola, Florida 32501. The authority of the managing member (and the other members, if any) to make certain decisions on behalf of the limited liability company shall be governed by the regulations of the company, as they exist from time to time.

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ARTICLE V

ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

ARTICLE VI

MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining member(s) of the limited liability company shall have the right to continue the business, provided each remaining member consents in writing.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 205 E. Intendencia, Pensacola, Florida 32501, and the name of the initial registered agent of this limited liability company at that address is Richard R. McAlpin. By executing these Articles as the organizing member and initial registered agent of the limited liability company, he hereby accepts his appointment as registered agent and agrees to act in this capacity and to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and further states that he is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, Florida Statutes.

IN WITNESS WHEREOF, the undersigned member has executed these Articles as the organizing member and the initial registered agent of the limited liability company this 18th day of April, 2002. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Richard R. McAlpin
Organizing Member and
Initial Registered Agent

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TALLAHASSEE, FLORIDA

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