31 Coleridge Ct. Palm Coast, Florida 32164

Headway Consulting Group, LLC

May 17, 2002

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

HLM

RE: Articles of Organization Filing

Dear Sir or Madam:

Enclosed herein please find the Articles of Organization for Florida Limited Liability Company for Headway Consulting Group, LLC.

Also enclosed is check number 6090 made payable to Florida Department of State in the amount of \$125.00 representing payment for the \$100 filing fee on the Articles of Organization and \$25 Designation of Registered Agent. Should you have any questions regarding these filings please contact me at 615-943-2088.

Sincerely,

James E. Day Member

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY ARTICLE I - Name: The name of the Limited Liability Company is: Headway Consulting Group, LLC ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is: Ct., PALM COAST, Florida 32164 CoLeridge ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida street address of the registered agent are: James E. Day Name 3/ Coleridge Ct_ Florida street address (P.O. Box NOT acceptable) PALM Coast, FL, 32/69 City. State, and Zip 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 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 as provided for in Chapter 608, F.S. Registered Agent's Signature Article IV - Management (Check box if applicable.) The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company. (An additional article must be added if an effective date is requested) Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

TAMES E. DAY

Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
 - \$ 30.00 Certified Copy (Optional)
 - \$ 5.00 Certificate of Status (Optional)