

CORP DIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

402000018573

CONTACT:

LYDIA LOTT

DATE:

7-23-02

REF. #:

0169.7994

CORP. NAME:

HILL FINANCIAL COMPANY, LLC

200006593992--6

-07/23/02-01051--022

\*\*\*\*125.00 \*\*\*\*125.00

( ) ARTICLES OF INCORPORATION

( ) ARTICLES OF AMENDMENT

( ) ARTICLES OF DISSOLUTION

( ) ANNUAL REPORT

( ) TRADEMARK/SERVICE MARK

( ) FICTITIOUS NAME

( ) FOREIGN QUALIFICATION

( ) LIMITED PARTNERSHIP

(X) LIMITED LIABILITY

( ) REINSTATEMENT

( ) MERGER

( ) WITHDRAWAL

( ) CERTIFICATE OF CANCELLATION ( ) UCC-1

( ) UCC-3

( ) OTHER:

AL

STATE FEES PREPAID WITH CHECK# 502787 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

( ) CERTIFIED COPY

( ) CERTIFICATE OF GOOD STANDING

(X) PLAIN STAMPED COPY

( ) CERTIFICATE OF STATUS

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
HILL FINANCIAL COMPANY, L.L.C.**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of forming a limited liability company, under the laws of the State of Florida, do hereby set forth the following:

**ARTICLE I  
NAME**

The name of the limited liability company is:

**HILL FINANCIAL COMPANY, L.L.C.**

**ARTICLE II  
PERIOD OF DURATION**

The period of duration of the limited liability company shall be from the date of filing until the dissolution of the limited liability company pursuant to provisions of the Florida Limited Liability Company Act.

**ARTICLE III  
PURPOSE**

The purpose for which the limited liability company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The limited liability company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV  
ADDRESS OF PLACE OF BUSINESS**

The address of the place of business in Florida is 116 N.W. 11 Avenue, Fort Lauderdale, Florida 33311.

**ARTICLE V  
REGISTERED AGENT**

The name and address of the initial registered agent in Florida of the limited liability company is JOHN H. HILL III, of 116 N.W. 11 Avenue, Fort Lauderdale, FL 33311.

**ARTICLE VI  
ADDITIONAL CONTRIBUTIONS**

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events happening of which, that shall be made are as follows: No total additional contributions have been agreed to at the date of filing these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the limited liability company, and in accord with Chapter 608 Florida Statutes.

**ARTICLE VII  
ADDITIONAL MEMBERS**

Members may admit additional members upon unanimous agreement of the then existing members.

**ARTICLE VIII  
CONTINUITY OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a

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CLERK OF DISTRICT COURT  
FALLA COUNTY, FLORIDA

member in the limited liability company, the business of the limited liability company shall not be continued and the limited liability company shall be dissolved unless there is obtained the consent of all the remaining members of the limited liability company.

### ARTICLE IX MANAGEMENT

The limited liability company is to be managed by its managers. The name and address of the initial managers of the limited liability company are as follows:

NAME:

ADDRESS:

JOHN H. HILL III

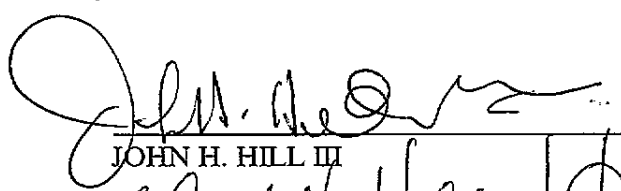
116 N.W. 11 Avenue  
Fort Lauderdale, FL 33311

ELIZABETH HEARD HILL

116 N.W. 11 Avenue  
Fort Lauderdale, FL 33311

The initial managers shall serve until their successor is elected and qualifies.

EXECUTED the Articles of Organization for HILL FINANCIAL COMPANY, L.L.C.,  
at Hollywood, Broward County, Florida on July 18, 2002.

  
JOHN H. HILL III

  
ELIZABETH HEARD HILL

RECEIVED  
ALL AMOUNTS  
PAID TO  
STATE  
OF FLORIDA


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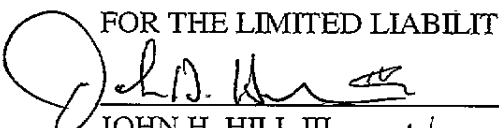
**ACCEPTANCE BY REGISTERED AGENT**

HAVING been appointed the registered agent for HILL FINANCIAL COMPANY, L.L.C., the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statute Section 608.415, and is herewith simultaneously designated as the registered agent by HILL FINANCIAL COMPANY, L.L.C.

EXECUTED: July 18, 2002.

  
JOHN H. HILL III, Registered Agent

FOR THE LIMITED LIABILITY COMPANY:

  
JOHN H. HILL III

  
ELIZABETH HEARD HILL

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing Articles of Organization were acknowledged before me on July 18, 2002, by JOHN H. HILL III, and ELIZABETH HEARD HILL, members of HILL FINANCIAL COMPANY, L.L.C., a Florida limited liability company, to be formed, who are personally known to me or who have produced their Florida drivers' licenses as identification and who did take an oath.

NOTARY PUBLIC:

Sign: 

Print: Bruce M. Gottlieb

My Commission Expires:

