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PIERCE & O'NEAL, P.A.

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July 26, 2002

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****155.00 ****155.00

Division of Corporations
Attn: Limited Liability Company filing
409 East Gaines Street
Tallahassee, Florida 32399

To Whom It May Concern:

Enclosed please find one original Articles of Organization of Pierce, O'Neal and Klein, LLC, and one copy of the same. Enclosed is a check in the amount of \$155.00 for the following fees:

\$125.00 for filing of the Articles of Organization
\$30.00 to obtain a certified copy of the Articles

Please return the certified copy in the enclosed self-addressed stamped envelope.

FILED
02 AUG -8 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Updater	DCC
JGP:tla	
Enclosures	DCC
Enclosure	DCC
W. B. Venter	DCC

Sincerely,


John G. Pierce

And proper
Suffic. & P.C.

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6 pages
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✓



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 30, 2002

JOHN G. PIERCE
PIERCE & O'NEAL, P.A.
800 NORTH FERNCREEK AVENUE
ORLANDO, FL 32803

SUBJECT: PIERCE, O'NEAL AND KLEIN, LLC
Ref. Number: W02000021871

We have received your document for PIERCE, O'NEAL AND KLEIN, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a professional limited liability company must end with "P.L.," "P.L.C.," "P.L.L.C.," "PL," "PLC," "PLLC," or "PROFESSIONAL LIMITED COMPANY" or "PROFESSIONAL LIMITED LIABILITY COMPANY."

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: 002A00045883

ARTICLES OF ORGANIZATION
OF
Pierce and Klein, P.L.C.

The undersigned, for the purpose of forming a professional limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608 and Chapter 621, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Pierce and Klein, P.L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 800 North Ferncreek Avenue, Orlando, Florida 32803.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are John G. Pierce at 800 North Ferncreek Avenue, Orlando, Florida 32803.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as follows:

John G. Pierce, P.A.	\$1,000.00
W. R. Klein, P.A.	\$1,000.00

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

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TALLAHASSEE, FLORIDA

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Pierce and Klein, P.A. at 800 North Ferncreek Avenue, Orlando, Florida 32803.

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TALLAHASSEE, FLORIDA

ARTICLE X.-- RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the management agreement adopted by a majority of the members of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding interest of the professional service corporation by any of its members, or in the event of the death of any of its members. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the members of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such membership. No member of the professional service corporation may sell or transfer any interest in the limited liability company except to another individual or professional service, corporation or limited liability company who is eligible to be a member of the professional service corporation, and the sale or transfer may be made only after it has been approved at a member meeting especially called for that purpose. If any member becomes legally disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that member's interest shall immediately become subject to purchase by the professional service corporation in accordance with

the management agreement adopted by the members.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Orlando, Florida, on July 25, 2002.

John G. Pierce, P.A.
By *John G. Pierce*
John G. Pierce, President

Sworn to and subscribed before me this 25th day of July, 2002, by John G. Pierce, as President of John G. Pierce, P.A.

Tracy Lynn Attaway
Notary Public - State of Florida
Tracy Lynn Attaway
name, typed or printed

Personally Known to me

(Seal)



Tracy Lynn Attaway
Commission # CC 982370
Expires Jan. 23, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

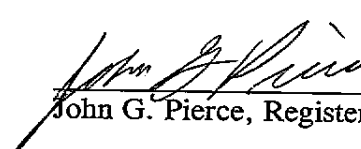
Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with
Chapter 48.091, Florida Statutes

Pierce and Klein, P.L.C., a professional limited liability company organized (or organizing) under the laws of the State of Florida with its principal office at 800 North Ferncreek Avenue, Orlando, Florida 32803, has named John G. Pierce, located at 800 North Ferncreek Avenue, Orlando, Florida 32803, as its agent to accept service of process within this state.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said professional limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


John G. Pierce, Registered Agent

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