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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
HEACOCK EMPLOYER SOLUTIONS, LLC

Certificate of Status	0
Certified Copy	0
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**ARTICLES OF ORGANIZATION
OF
HEACOCK EMPLOYER SOLUTIONS, LLC**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "Heacock Employer Solutions, LLC."

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is: 211 S. Ridgewood Drive, Sebring, Florida 33870

ARTICLE III — Registered Agent:

The name and the Florida street address of the initial registered agent are: Beth H. Johnson, 211 S. Ridgewood Drive, Sebring, Florida.

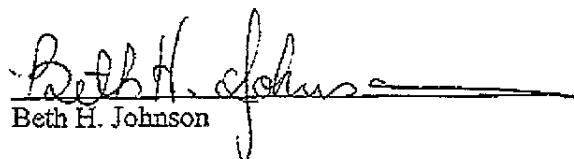
ARTICLE IV — Management:

The Company is to be managed by the members.

ARTICLE V — Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 23 day of September, 2002.

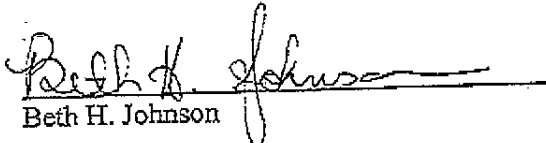

Beth H. Johnson

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STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I further agree to comply with the provision 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 under Chapter 608, Florida Statutes.


Beth H. Johnson

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