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DALE, BALD, SHOWALTER & MERCIER

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

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September 19, 2002

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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****155.00 ****155.00

Re: Organization of HC&C, LLC, a new Florida limited liability company
Our File No. 2687.0001

Dear Ladies and Gentlemen:

Please find enclosed herewith for filing and approval the following:

1. Executed original and one (1) executed copy of the Articles of Organization for the above-named limited liability company.
2. Executed original and one (1) executed copy of the Certificate Designating Registered Agent and Registered Office for the above-named corporation, pursuant to Sections 48.091 and 608.415, Florida Statutes.
3. The check of this law firm in the amount of \$155.00 to cover the costs shown on Exhibit A attached hereto.

If the Department of State finds that the Articles conform to law and that all fees have been paid as prescribed in Chapter 608, Florida Statutes, then please file the Articles in accordance with Chapter 608, Florida Statutes, and return a certified copy of the Articles to me.

If I can be of any assistance in this regard, please do not hesitate to contact me.

Very truly yours,

Howard L. Dale
Howard L. Dale

Name	Availability
Document Examiner	DCC
Notary	DCC
Secretary	DCC
Enclosures	DCC
Acknowledgment	DCC
W. P. Verifier	DCC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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6 pages

EXHIBIT A

1.	Filing fee on filing Articles of Organization under Section 608.452(2)	\$100.00
2.	Cost of furnishing a certified copy of the Articles under Section 608.452(1)	30.00
3.	Cost of filing a Certificate Designating Registered Agent and Registered Office under Section 608.454(6)	<u>25.00</u>
		\$155.00

H C & C, LLC.

ARTICLES OF ORGANIZATION

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, do hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is H C & C, LLC (the "Company").

ARTICLE II. ADDRESSES

The mailing address and the street address of the principal office of the Company are the following: 1369 Ridgewood Avenue, Holly Hill, FL 32117.

ARTICLE III. DURATION AND CONTINUATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Regulations or by the unanimous written agreement of all Members.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The Company designates Howard L. Dale as its initial registered agent for service of process whose address is 200 West Forsyth Street, Suite 1100, Jacksonville, Florida 32202-4300.

ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by the Members of the Company in accordance with the Operating Agreement between the Members.

ARTICLE VI. MEMBERS' RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to continue the business of the Company on 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 Member in the Company in the manner set forth in the Operating Agreement.

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TALLAHASSEE, FLORIDA

ARTICLE VII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company, as stated in the Operating Agreement.

IN WITNESS WHEREOF, Howard L. Dale, as the authorized representative for the Candace Brackens and Tony L. Brackens, Members, has set his hand and seal on the 19 day of September, 2002.

Howard L. Dale
Howard L. Dale as authorized representative for
Candace Brackens

Howard L. Dale
Howard L. Dale as authorized representative for
Tony L. Brackens

Acceptance by Registered Agent

The undersigned, Howard L. Dale, accepts appointment as the registered agent of H C & C, LLC.

Howard L. Dale
Howard L. Dale
Date: Sept. 19, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF DUVAL

Execution of the foregoing instrument was acknowledged before me this 19th day of September, 2002, by Howard L. Dale as authorized representative aforesaid, who X is personally known to me or _____ has produced _____ as identification.



Angela McMeekin

Notary Public, State of Florida at Large

Angela McMeekin

Name Printed or Typed

My commission expires: June 20, 2005

STATE OF FLORIDA
COUNTY OF DUVAL

Execution of the foregoing instrument was acknowledged before me this 19th day of September, 2002, by **Howard L. Dale**, who X is personally known to me or _____ has produced _____ as identification.



Angela McMeekin

Notary Public, State of Florida at Large

Angela McMeekin

Name Printed or Typed

My commission expires: June 20, 2005

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

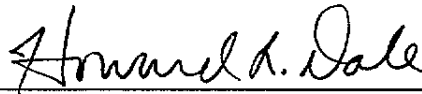
First: that H C & C, LLC, by and through its members, Candace Brackens and Tony L. Brackens desiring to organize under the laws of the State of Florida, with its principal place of business at 1369 Ridgewood Avenue, Holly Hill, FL 32117 has named Howard L. Dale, whose street address is 200 West Forsyth Street, Suite 1100, Jacksonville, FL 32202, as its agent to accept service of process within Florida.



Howard L. Dale, as authorized representative of the members of H C & C, LLC, stated above

Date: September 19, 2002

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, the undersigned Howard L. Dale, hereby accepts the appointment as registered agent and agrees to act in this capacity. Howard L. Dale further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his positions as registered agent.



Howard L. Dale

Date: September 19, 2002

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