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MJC

MICHAEL J. COOPER
ATTORNEY AT LAW

321 N.W. 3RD AVENUE • OCALA, FLORIDA 34475 • TELEPHONE 352-732-4500 • FAX 352-351-3859

October 17, 2002

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

800008472208--3
-10/21/02--01025--003
****125.00 ****125.00

RE: **C & M Management Group, LLC**

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above referenced limited liability corporation (including designation of Resident Agent) together with a check payable to your order in the amount of \$125.00 to cover the following:

Filing fee for Charter	\$ 100.00
Filing fee for Certificate of Registered Agent	25.00

TOTAL: \$ 125.00

Please return the certified copy of the Charter to me.

Thank you for your cooperation in this matter.

Sincerely yours,

FILED
02 OCT 21 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name/Availability	Michael J. Cooper
Document Examiner	MJC/slw DCC
Updater	DCC
Enclosures	
Updater/Verifier	Mr. and Mrs. Danny Gaekwad DCC
Acknowledgement	DCC
W. P. Verifier	DCC

FLY LIMITED LIABILITY CORPORATION

**ARTICLES OF ORGANIZATION OF
C & M MANAGEMENT GROUP, LLC**

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 "C & M MANAGEMENT GROUP, LLC."

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is: 2319 SE 30th Place, Ocala, FL 34471.

ARTICLE III — Registered Agent:

The name and the Florida street address of the initial registered agent are: MICHAEL J. COOPER, ESQUIRE, 321 NW Third Avenue, Ocala, FL 34475.

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.

ARTICLE VI — Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 17th day of October, 2002.



MICHAEL J. COOPER, ESQUIRE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I, MICHAEL J. COOPER, ESQUIRE, hereby accept the office of Registered Agent to accept service of process to the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.



MICHAEL J. COOPER, ESQUIRE

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was sworn to and acknowledged before me this 17th day of October, 2002 by **MICHAEL J. COOPER**, as Registered Agent, who:

A) X is/are personally known to me OR

B) X did take an oath.

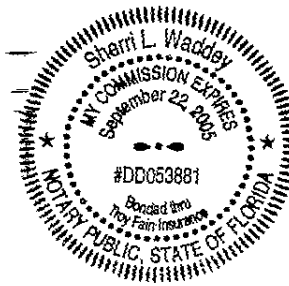


Signature of Notary Public

Print Name: SHERRIL WADLEY

F:\Z\LIMITED.LIB\CLIENTS\C&M.MAN\SLW

AFFIX SEAL/EXPIRATION DATE:



02 OCT 21 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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