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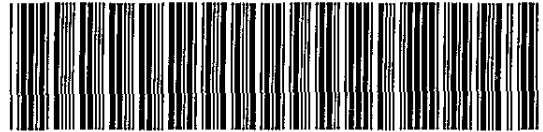
(Business Entity Name)

(Document Number)

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11/18/02--01066--001 **25.00

FILED

Nov 18, 2002 08:00 AM

Secretary of State

LAW OFFICES
OF
Bacon, Bacon & Goddard, P.A.
An Association of Professional Associations

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2959 FIRST AVENUE NORTH
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FRANK W. GODDARD, P.A.

TELEPHONE 727-327-3935
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November 14, 2002

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

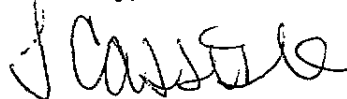
**RE: Strategic Investment Planners, L.C.
Articles of Correction of Strategic Investment Planners, L.C.**

Dear Clerk;

Accompanying please find the ARTICLES OF CORRECTION OF STRATEGIC INVESTMENT PLANNERS, L.C. for filing, and a check in the amount of \$25.00 to cover such cost of same.

Please provide confirmation of receipt, acceptance and filing of said document with this office. Thank your for your help and cooperation.

Sincerely,



Tiffany Cassistre,
Legal Assistant to Frank W. Goddard, Esq.

/TLC
Enclosure (s)

FILED
Nov 18, 2002 08:00 AM

ARTICLES OF CORRECTION
OF
STRATEGIC INVESTMENT PLANNERS, L.C.

The undersigned Limited Liability Company, in accordance with the Florida Limited Liability Company Act, hereby sets forth Articles of Correction, as follows:

1. The name of the Limited Liability Company is Strategic Investment Planners, L.C.
2. The Articles of Organization were filed on November 5, 2002.
3. Article 3 of this Limited Liability Company's Articles of Organization contained a partially incorrect statement of its intended purposes, which unintentionally made reference to the automotive industry, to be hereby clarified and corrected to state as follows:

3. 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, including but not limited to all phases of and activities associated with financial and investment planning.

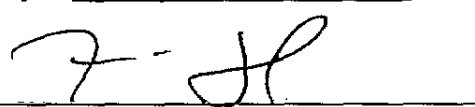
Executed at St. Petersburg, Pinellas County, Florida, on this 13 day of November, 2002.


MICHAEL K. CHENGERIAN, Member

STATE OF FLORIDA
COUNTY OF PINELLAS

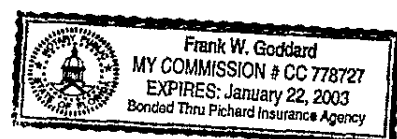
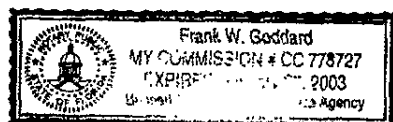
BEFORE ME personally appeared MICHAEL K. CHENGERIAN, who executed the foregoing Articles of Organization, on behalf of the Limited Liability Company, to me well known and known to me, or who has produced his driver's license as identification, to be the person described in and who has executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 13 day of November, 2002.


Notary Public - State of Florida

My Commission Expires:

[Seal]



**ARTICLES OF ORGANIZATION
OF
STRATEGIC INVESTMENT PLANNERS, L.C.**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (the "Limited Liability Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

1. Name.

The name of the Limited Liability Company is: STRATEGIC INVESTMENT PLANNERS,
L.C.

2. Commencement Date and Duration.

The Limited Liability Company shall commence on the date of filing with the Department of State, and shall continue on a perpetual basis from the commencement date, or until dissolved by members or managers in accordance with the Act, the provisions of these Articles and/or Operating Agreement of the Limited Liability Company.

3. Purpose.

The purpose for which the Limited Liability Company is organized is to engage in all businesses and activities permitted by the laws of the State of Florida, including but not limited to all phases of and activities associated with the automotive industry.

4. Principal Office.

The mailing and street address of the principal office for the Limited Liability Company is:

25 Second Street North, #190
Saint Petersburg, Florida 33701

5. Registered Agent.

The name and address of the initial registered agent in Florida for the Limited Liability Company is:

Michael K. Chengerian
25 Second Street North, #190
St. Petersburg, Florida 33701

6. Management.

The Limited Liability Company is to be a member-managed company.

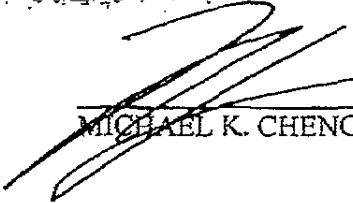
7. Powers.

The Limited Liability Company shall have all of the powers and authorities provided under Florida law, including but not limited to that set forth in Section 608.404 of the Act.

8. Operating Agreement.

The member(s) is/are authorized to adopt an Operating Agreement for the governing of the internal affairs of the Limited Liability Company containing such provisions as he/they consider necessary, reasonable or desirable, except that no provisions of such Operating Agreement may conflict with the provisions of these Articles of Organization, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement shall be set forth in the Operating Agreement, except that the initial form shall be approved by all the member(s).

Executed at St. Petersburg, Pinellas County, Florida, on this 1st
NOVEMBER, 2002.


MICHAEL K. CHENGERIAN, Member

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared MICHAEL K. CHENGERIAN, who executed the foregoing Articles of Organization, on behalf of the Limited Liability Company, to me well known and known to me, or who has produced his driver's license as identification, to be the person described in and who has executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed.

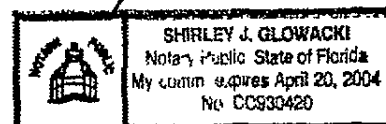
WITNESS my hand and official seal this 1 day of November, 2002.


Notary Public - State of Florida

My Commission Expires:

[Seal]

4/2004



ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of STRATEGIC INVESTMENT PLANNERS, L.C., the undersigned accepts such appointment, agrees to act in such capacity and is familiar with and accepts the obligations imposed by Florida Statute Section 608.415, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Executed this 1ST day of NOVEMBER, 2002.


MICHAEL K. CHENGERIAN,
Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA