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TALLAHASSEE, FLORIDA

MARLIN M. FEAGLE, P. A.
ATTORNEY AT LAW

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December 23, 2002

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E-MAIL attorney@isgroup.net

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Bailey's Feed & Pet Center, L.L.C.

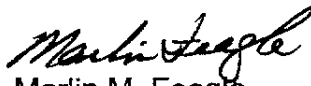
Gentlemen:

Please find enclosed herewith Articles of Organization, in duplicate, to be filed for Bailey's Feed & Pet Center, L.L.C. under the laws of the State of Florida. Also enclosed is a check in the amount of \$133.75 for the following:

Filing fee for Articles:	\$100.00
Designation of Resident Agent:	25.00
Certified Copy of Articles:	<u>8.75</u>
Total check enclosed	\$133.75.

It is requested that this filing be accepted in full compliance with the Florida laws regarding corporations. Please return a certified copy of the Articles to the address indicated above. Prompt notification of further documentation procedures or fees required will be appreciated.

Very truly yours,


Marlin M. Feagle

MMF:dse

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
BAILEY'S FEED & PET CENTER, L.L.C.

ARTICLE I - NAME

The name of the Limited Liability Company is Bailey's Feed & Pet Center, L.L.C.

ARTICLE II - DURATION

The Limited Liability Company is to begin existing effective January 1, 2003, and perpetually from that day forth. in perpetuity from and after the date of filing the Articles of Organization.

ARTICLE III - PURPOSE

The Limited Liability Company is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Limited Liability Company is Route 3, Box 160-C, Lake City, Florida 32025.

ARTICLE V - REGISTERED AGENT AND RESIDENT AGENT'S SIGNATURE

The name and address of the Limited Liability Company's registered agent is Emory L. Bailey, Route 3, Box 160-C, Lake City, Florida 32025.

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I

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TALLAHASSEE, FLORIDA

hereby accept the appointment as registered agent and agree to act in this capacity. 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 as provided for in Chapter 608, Florida Statutes.

Emory L. Bailey
Registered Agent's Signature

ARTICLE VI - MANAGEMENT OF THE COMPANY

The Limited Liability Company is to be a manager-managed limited liability company.

IN WITNESS WHEREOF, the undersigned member has executed the Articles of Organization this 24th day of December, 2002.

Signed, sealed and delivered
in the presence of:

Martin Feagk
Witness
MARTIN Feagk
Print or type name


Diane S. Edenfield
Witness
DIANE S. EDENFIELD
Print or type name

Emory L. Bailey (SEAL)
EMORY L. BAILEY

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TALLAHASSEE FLORIDA

**STATE OF FLORIDA
COUNTY OF COLUMBIA**

The foregoing instrument was acknowledged before me this 24th day of December, 2002, by **EMORY L. BAILEY** who is personally known to me.


(NOTARIAL
SEAL)
Diane S. Edenfield
MY COMMISSION # DD112002 EXPIRES
May 26, 2006
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public, State of Florida

My Commission Expires:

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TALLAHASSEE, FLORIDA