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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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J. THOMAS GURNEY (1901-1992)  
LEON H. HANDLEY  
JOHN L. SEWELL†  
ROBERT S. GREEN  
W. MARVIN HARDY, III\*†  
RONALD L. HARROP  
FRANCIS E. PIERCE, III  
PETER N. SMITH  
DAVID B. FALSTAD  
STEVEN H. PRESTON‡  
PAUL D. RANG, D.M.D.  
SUSAN E. SEWELL  
JAMES M. KLOSS

OF COUNSEL  
RICHARD W. LASSITER  
DAVID W. ROQUEMORE, JR.  
LEY H. SMITH

*Gurney & Handley, P.A.*  
ATTORNEYS AND COUNSELORS AT LAW

December 26, 2002

TWO LANDMARK CENTER  
225 EAST ROBINSON STREET  
SUITE 450  
P. O. BOX 1273  
ORLANDO, FLORIDA 32802-1273  
TEL. 407/843-9500  
FACSIMILE 407/649-4941  
E-MAIL info@gurney-handley.com

\*ALSO MEMBER OF GA BAR  
\*ALSO MEMBER OF CT BAR  
†CERTIFIED CIRCUIT COURT MEDIATOR  
‡BOARD CERTIFIED CIVIL TRIAL LAWYER

OUR REFERENCE

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: CHARLES B. MERRILL CONSULTING LLC,  
a Florida Limited Liability Company

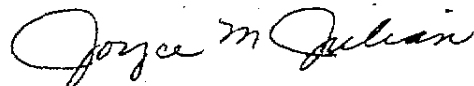
Dear Sir/Madam:

Enclosed for filing are the Articles of Organization of CHARLES B. MERRILL CONSULTING LLC, a Florida Limited Liability Company, and the Designation of Registered Agent. Also enclosed is check #21520 in the amount of \$125.00 payable to the Florida Department State (\$100.00 filing fee; \$25.00 Designation of Registered Agent).

Please send the acknowledgment to:

Robert S. Green, Esq.  
GURNEY & HANDLEY, P.A.  
P.O. Box 1273  
Orlando, FL 32802-1273  
(407) 843-9500

Yours truly,



Joyce M. Julian,  
Secretary to Robert S. Green

Enclosure  
cc: Charles B. Merrill, Jr., Esq.

020167/RSG:mj

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF CHARLES B. MERRILL CONSULTING LLC  
A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability company is: CHARLES B. MERRILL CONSULTING LLC.

ARTICLE II - Address:

The mailing address and street address of the principal office of CHARLES B. MERRILL CONSULTING LLC is: 74 Village Walk Lane, Ponte Vedra Beach, FL 32082.

ARTICLE III - Registered Agent,  
Registered Office & Registered Agent's signature.

The name and the Florida street address of the Registered Agent are:

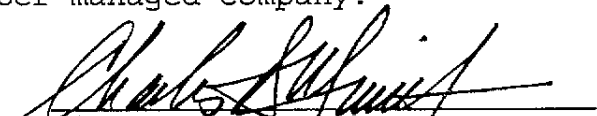
Ms. Susan M. Merrill  
74 Village Walk Lane  
Ponte Vedra Beach, FL 32082

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 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, F.S.

  
Registered Agent's Signature

ARTICLE IV - Management.

CHARLES B. MERRILL CONSULTING LLC is to be managed by one or more members and is, therefore, a member-managed company.

  
Signature of Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Charles B. Merrill, Member

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