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CORPORATION SERVICE COMPANY™

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 908282 7127284

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 155.00

ORDER DATE : January 27, 2003

ORDER TIME : 2:03 PM

ORDER NO. : 908282-005

CUSTOMER NO: 7127284

CUSTOMER: Ms. Alison Miller
Stutsman & Thames, P.a.

121 West Forsyth Street
Suite 600
Jacksonville, FL 32202

DOMESTIC FILING

NAME: QL ACQUISITIONS, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

LAW OFFICES
STUTSMAN & THAMES
PROFESSIONAL ASSOCIATION
121 WEST FORSYTH STREET, SUITE 600
JACKSONVILLE, FLORIDA 32202

NINA M. LAFLEUR
BRADLEY R. MARKEY
ALISON R. MILLER
BRUCE E. STUTSMAN
LORETTA Z. TALBERT
RICHARD R. THAMES

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TELEPHONE
904-358-4000
FACSIMILE
904-358-4001
JACKSONVILLE, FLORIDA
E-MAIL: ARMILLER@STUTSMAN-THAMES.COM

January 23, 2003

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Filing of Articles of Organization of QL Acquisitions, LLC;
Our File No.: 1251.2769

Ladies and Gentlemen:

Enclosed for filing are the original and one copy of Articles of Organization for QL Acquisitions, LLC, including the Certificate Designating Registered Agent and Registered Office attached thereto. Accompanying the enclosed documents is a check from Corporation Services Company for the necessary filing fees.

We would appreciate your filing the original of the Articles of Organization in accordance with the usual procedure, and your returning to this office a certified copy of the Articles of Organization.

Please contact the undersigned if you have any questions concerning the enclosed items. Thank you very much for your assistance.

Sincerely,



Alison R. Miller

ARM/kv

Enclosures

Hand Delivered By Representatives
of Corporation Services Company

**ARTICLES OF ORGANIZATION
OF
QL ACQUISITIONS, LLC**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Limited Liability Company is QL Acquisitions, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 3520 Agricultural Center Drive, St. Augustine, Florida 32092

ARTICLE III - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Company is 121 W. Forsyth Street, Suite 600, Jacksonville, Florida 32202, and the name of it's initial registered agent at such address is the law firm of Stutsman & Thames, P.A.

ARTICLE IV - AUTHORIZED REPRESENTATIVE

The name and street of the authorized representative to these Articles of Organization is Alison R. Miller, c/o Stutsman & Thames, P.A., 121 W. Forsyth Street, Suite 600, Jacksonville, Florida 32202.

ARTICLE V - MANAGEMENT

The Company is to be managed by a Chief Manager and the name and address of the initial Chief Manager is:

Fred Ewan
3520 Agriculture Center Drive
St. Augustine, Florida 32092

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right of the remaining partners to admit additional members and the terms and conditions of the admissions are as follows:

From the date of the formation of the Company, with the unanimous written consent of all the members, any person acceptable to the members may, subject to the terms and conditions of the Company's Operating

Agreement: (i) become an additional member in the Company by the sale of new membership interests for such consideration as the members by their unanimous votes shall determine, or (ii) become a substitute member as a transferee of a member's membership interests or any portion thereof in the manner prescribed by the Company's Operating Agreement.

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TALLAHASSEE, FLORIDA

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

Provided there is at least one remaining member following the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or occurrence of any other event which terminates the continued membership of a member in the Company, the remaining member may by unanimous consent elect to continue the business of the Company.

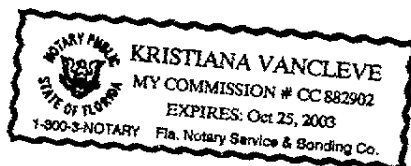
IN WITNESS WHEREOF, the undersigned has executed these articles of organization this 23rd day of January, 2003.

Alison Miller

ALISON R. MILLER, Authorized Representative

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 23rd day of January, 2003, by Alison R. Miller, who (check one) ☒ is personally known to me or ☐ has produced _____ as identification and who did/did not take an oath.



Kristiana Vancleve

Print Name: Kristiana Vancleve
Notary Public, State of Florida at Large
My commission expires:

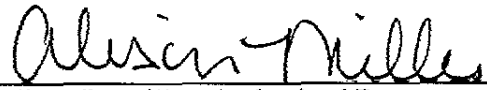
**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

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In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

That QL Acquisitions, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Jacksonville, State of Florida, has named Stutsman & Thames, P.A., whose street address is 121 W. Forsyth Street, Suite 600, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.




Alison R. Miller, Authorized Representative

Date: January 23, 2003

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and is familiar with and accepts the obligations of the position as registered agent.

STUTSMAN & THAMES, P.A.

By:


Richard R. Thames, President

Date: January 23, 2003