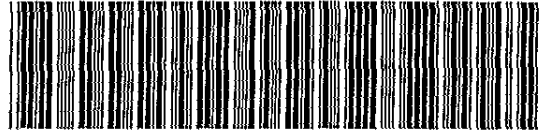


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03 JAN 28 PM 2:1

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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01/28/03--01002--006 **125.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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ATTORNEY AND COUNSELOR AT LAW

FREDERICK T. PEEBLES
1902 - 1982
GREGORY D. GRACY
G. ANDREW GRACY

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03 JAN 28 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 22, 2003

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

RE: STATE FINANCIAL SERVICES, LLC

Dear Sir/Madam:


Please find enclosed the original and one copy of the Articles of Organization for filing relative to the above.

Also enclosed is our check for \$125.00 to cover the costs of the following:

| | |
|---|------------------------|
| Filing fee for LLC Articles of Organization | \$100.00 |
| Designation of Registered Agent | <u>\$ 25.00</u> |
| Total | <u>\$125.00</u> |

Your assistance is appreciated. If anything further is required, please let us know.

Very truly yours,


G. Andrew Gracy

GAG:bbh

Enclosures

ARTICLES OF ORGANIZATION

FILED

OF

03 JAN 28 PM 2:49

STATE FINANCIAL SERVICES, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Under Section 608 of the Limited Liability Company Law of the State of Florida

The undersigned, being a natural person of at least 18 years of age and acting as the organizer of the limited liability company (the "Company") by these articles being formed under Section 608 of the Limited Liability Company Law of the State of Florida (the "Act"), certifies that:

ARTICLE ONE

NAME OF COMPANY

The name of the Company is STATE FINANCIAL SERVICES, LLC.

ARTICLE TWO

PURPOSE OF COMPANY

The purpose of the Company is to engage in any lawful act or activity for which limited liability companies may be organized under the Act.

ARTICLE THREE

PRINCIPAL OFFICE

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

347 Lexingdale Drive
Orlando, FL 33828

ARTICLE FOUR

REGISTERED AGENT

The name and address of the registered agent for service of process on the Company in the State of Florida is Ryan L. Aceto, 347 Lexingdale Drive, Orlando, FL

FL 33828 Such registered agent is to be the agent of the Company upon whom process against it may be served.

FILED

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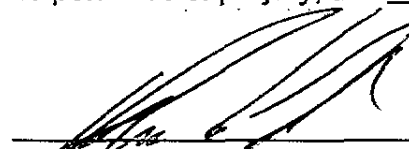
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE

MANAGEMENT


The Company is to be managed by its members.

In witness, these Articles of Organization have been subscribed by the undersigned, who affirms the foregoing as true under the penalties of perjury, this 13 day of January, 2003.



Ryan L. Aceto, Member
347 Lexingdale Drive, Orlando, FL 33828

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, this 13 day of January, 2003.



Ryan L. Aceto, Registered Agent