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215 EAST LIVINGSTON STREET

ORLANDO, FLORIDA 32801

UNITED STATES

FILED

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Christine M. Stram  
Paralegal

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TALLAHASSEE, FLORIDA

January 21, 2003

**Sent Via Federal Express**

Registration Section

Division of Corporations

409 East Gaines Street

Tallahassee, Florida 32399

*Re: Lawrence James Group, LLC*

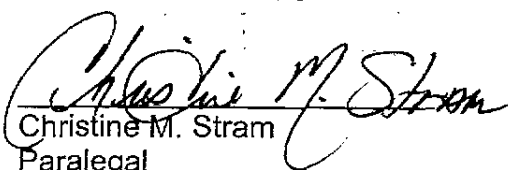
Dear Sir or Madam:

Enclosed is the original and one copy of Articles of Organization of Lawrence James Group, LLC and Designation of Registered Agent for filing. Please return a date stamped copy of the Articles of Organization and a letter of acknowledgment in the self-addressed, stamped envelope which I have provided. Also enclosed is our firm check in the amount of \$125.00 as your fee for this service.

Thank you for your cooperation and assistance. If you should have any questions, please do not hesitate to contact me.

Cordially,

MCCLANE TESSITORE

  
Christine M. Stram  
Paralegal

Enclosures

c: Mr. Terrence K. Helms (w/out enclosures)

**ARTICLES OF ORGANIZATION  
OF LAWRENCE JAMES GROUP, LLC**

FILED

ARTICLE I - NAME

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The name of this limited liability company is LAWRENCE JAMES GROUP, LLC (the "Company").

STATE  
TALLAHASSEE, FLORIDA

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 656 Balmoral Road, Winter Park, Florida 32789.

ARTICLE III - REGISTERED OFFICE AND AGENT

The street address of the registered office of the Company is 656 Balmoral Road, Winter Park, Florida 32789, and the name of the registered agent of the Company at that address is Terrence K. Helms.

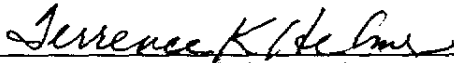
ARTICLE IV - EFFECTIVE DATE

The organization of the Company shall be effective January 20, 2003.

ARTICLE V - MANAGEMENT


The Company shall be a manager-managed LLC, and the sole member of the Company is and shall be Terrence K. Helms. The manager of the Company is and shall be Terrence K. Helms.

*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.*

  
Terrence K. Helms, Sole Member

ACCEPTANCE OF REGISTERED AGENT

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, Florida Statutes.

  
Terrence K. Helms, Sole Member