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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK

TRANSMITTAL LETTER

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: CBT VENTURES, LLC

Enclosed are an original and one(1) copy of the articles of organization and a check for \$125.00.

FROM: Caroline B. Thurmon
P.O. Box 358152
Gainesville FL 32635-8152
(352) 271-5228

ARTICLES OF ORGANIZATION
OF
CBT VENTURES, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Limited Liability Company shall be CBT Ventures, LLC.

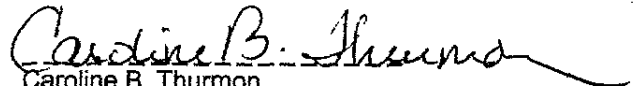
ARTICLE II

The purpose for which the company is organized is to engage in any activity or business under the laws of the United States and of the state of Florida. This company is to be operated as a single member Limited Liability Company.

ARTICLE III

The initial street address of the principal office of this company in the State of Florida is 3228 NW 57th Terrace, Gainesville, Florida 32653. The company's mailing address is P.O. Box 358152, Gainesville, FL 32635-8152

IN WITNESS WHEREOF, I, the undersigned, being the sole subscriber, for the purpose of forming a Limited Liability Company to do business within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Organization declaring and certifying that the facts herein stated are true.


Caroline B. Thurmon
Member

STATE OF FLORIDA

COUNTY OF ALACHUA

I HEREBY CERTIFY that on the 6 day of February, A.D., 2003, before me personally appeared CAROLINE B. THURMON who acknowledged before me that she executed the above and foregoing Articles of Organization for the purposes of becoming Limited Liability Company under the Laws of the State of Florida, under the name CBT Ventures LLC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Gainesville, Alachua County, Florida, this 6 day of February, A.D., 2003.



Shannon M. Miller
Commission # CC 940286
Expires June 10, 2004
Bonded Thru
Atlantic Bonding Co., Inc.


Notary

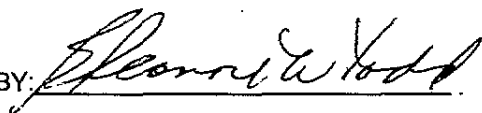
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

That **CBT VENTURES LLC**, desiring to originate under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization at City of Gainesville, County of Alachua, State of Florida, has named Eleanore Todd located at 2339 NE 19th Drive, City of Gainesville, County of Alachua, State of Florida, as its agent to accept service of process within this state.

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TALLAHASSEE FLORIDA

ACKNOWLEDGMENT

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.

BY: 
Eleanore W. Todd