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TALLAHASSEE, FLORIDA

03 APR 25 PM 3:47

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 7, 2003

ANNIE R THOMPSON
7853 GUNN HWY STE. 174
TAMPA, FL 33626

SUBJECT: THOMPSON EDUCATION GROUP & SCHOOL OF REAL ESTATE
LLC

Ref. Number: W03000009738

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We have received your document for THOMPSON EDUCATION GROUP & SCHOOL OF REAL ESTATE LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 503A00020705

Thompson Education Group & School of Real Estate, LLC.
7853 Gunn Hwy, Suite 174
Tampa, FL 33626

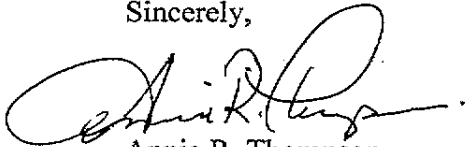
March 13, 2003

Division of Corporations
P O Box 6327
Tallahassee FL 32314

Dear Sir or Madam:

We have enclosed the Articles of Organization for THOMPSON EDUCATION GROUP & SCHOOL OF REAL ESTATE, LLC. and a check in the amount of \$130.00 for the applicable fees.

Sincerely,



Annie R. Thompson
Manager
Tel: (813) 926-7991
Fax: (813) 926-7611

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TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION
OF
THOMPSON EDUCATION GROUP & SCHOOL OF REAL ESTATE, LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledge, and file the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be THOMPSON EDUCATION GROUP AND SCHOOL OF REAL ESTATE, LLC.

ARTICLE II – ADDRESS

The mailing address of the principal office of the company shall be 7853 GUNN HWY #174, Tampa FL 33626

ARTICLE III – DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles.

ARTICLE IV – REGISTERED OFFICE AGENT

The name and street address of the registered agent of the company in the State of Florida is ANNIE R THOMPSON, 7853 GUNN HWY, #174 Tampa FL 33626.

ARTICLE V – CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company cash or property set forth in Exhibit "A."

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all members of the company and on such terms and conditions as determined by all members. A member shall transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have

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no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII – TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE XI – MANAGEMENT

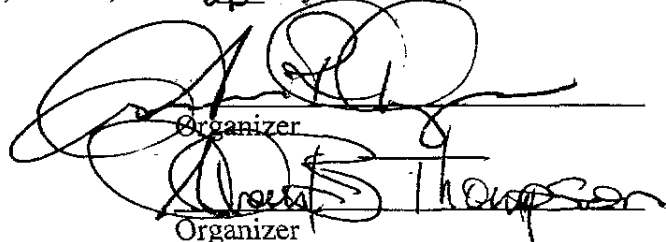
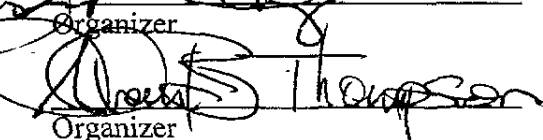
The company shall be managed by a manager in accordance with the regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Lawrence D. Sekajipo.

OR

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME	ADDRESS
Annie R Thompson	7853 Gunn Hwy, Suite 174 Tampa, FL 33626
Alan Bruce Thompson	7853 Gunn Hwy, Suite 174 Tampa, FL 33626

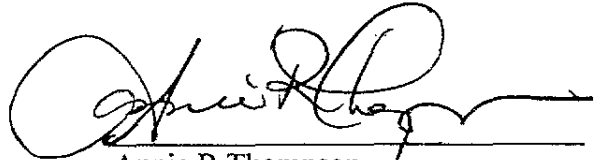
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Tampa, Florida, on this 28th day of March, 2003.


Organizer

Organizer

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03 APR 25 AM 3:17
TAMPA, FL
CLERK OF DISTRICT COURT

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of THOMPSON EDUCATION GROUP & SCHOOL OF REAL ESTATE, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and 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 his or her duties, and is familiar with and accept the obligations of the position of registered agent.



Annie R Thompson
Registered Agent

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