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WILLIAMSON, DIAMOND & CATON, P.A.
ATTORNEYS AT LAW

RICHARD P. CATON
ALSO ADMITTED TO KENTUCKY BAR

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BOARD CERTIFIED WILLS, TRUSTS & ESTATES

DOUGLAS M. WILLIAMSON
BOARD CERTIFIED REAL ESTATE

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150 2nd Avenue North, Suite 840
St. Petersburg, Florida 33701
Telephone (727) 896-6900
Facsimile (727) 895-4552

SEMINOLE
9075 Seminole Boulevard
Seminole, Florida 33772
Telephone (727) 398-3600
Facsimile (727) 393-5458

Please reply to:

Seminole
December 29, 2003

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

Via Overnight Delivery-Federal Express

Re: PALMSTONE PRODUCTIONS, LLC
THE PERRY JOSLIN PROJECT, LLC

Dear Sir or Madam:

Enclosed herewith you will please find Articles of Organization for two (2) limited liability companies together with my check in the amount of \$260.00, representing your fee for filing of same, with regard to the above referenced matter. Please file these two companies prior to the end of the year.

Once filed, please return a copy to me in the self addressed stamped envelope which I have enclosed herewith for your convenience.

Should you have any questions, or if I may be of further assistance to you, please do not hesitate to contact me.

Thanking you in advance for your anticipated cooperation, I am,

Very truly yours,



Anne Marie Mercer
Legal Assistant

\amm
enclosures

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
THE PERRY JOSLIN PROJECT, LLC**

1. The name of the Limited Liability Company: THE PERRY JOSLIN PROJECT, LLC
2. The nature of business to be transacted or the purpose to be promoted or carried out by the limited liability company as follows:

"The purpose of the Limited Liability Company is to engage in any lawful act or activity for which the limited liability companies may be formed under the Limited Liability Company Act of the State of Florida (the "Act"), except (a) rendering "professional services" as defined in the Act; and (b) transacting the business of an insurance company or a surety or indemnity company. Except as expressly provided, the foregoing statement is not intended to limit or restrict in any manner the exercise of all powers conferred upon the Limited Liability Company by the Act."

3. The principal office address is: 6298 NW 62nd Terrace, Parkland, Florida, 33067.
4. Name and address(s) of statutory agent: RICHARD P. CATON.

Residence Address: 9921 Frank Drive East, Seminole, Florida 33776.

Business Address: 9075 Seminole Boulevard, Seminole, Florida, 33772.

5. Unless dissolved earlier, the Company will dissolve automatically on December 31, 2023. Except for prior amendment to this Article III, no act by the Company or its members can avoid that dissolution.

6. The business and affairs of the Limited Liability Company will be managed by two (2) Managers, namely: PERRY JOSLIN

WILLIAMSON, DIAMOND & CATON, P.A.

9075 SEMINOLE BOULEVARD
SEMINOLE, FL 33772

150 2ND AVENUE NORTH
SUITE 840
ST. PETERSBURG, FL 33701

Residence Address: 6298 NW 62nd Terrace, Parkland, Florida, 33067.

Business Address: 6298 NW 62nd Terrace, Parkland, Florida, 33067.

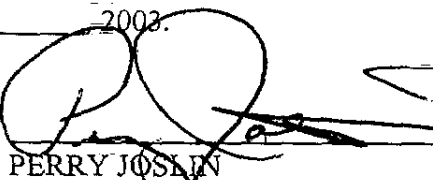
and THOMAS W. PANKEY.

Residence Address: 1710 Follow Thru Road, St. Petersburg, Florida, 33710.

Business Address: 6298 NW 62nd Terrace, Parkland, Florida, 33067

7. The remaining members of the Limited Liability Company may continue this business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution, of any of its initial members or the occurrence of any other event which terminates the continued membership of any member in the Limited Liability Company, provided the continuation of the business is agreed to and agreed to in writing by all of the remaining members.

Dated: 12/21 2003.

 (SEAL)
PERRY JOSLIN

 (SEAL)
THOMAS W. PANKEY

ACCEPTANCE BY STATUTORY AGENT

Having been named, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Statutes.

Dated this 24th day of December, 2003.


RICHARD P. CATON

WILLIAMSON, DIAMOND & CATON, P.A.

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SEMINOLE, FL 33772

150 2ND AVENUE NORTH
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