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(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

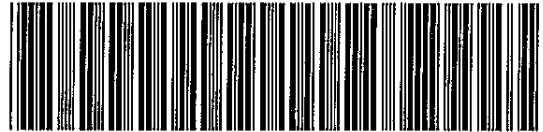
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BK

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Palm Beach Development Group, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kurt Althouse

(Name of Person)

Palm Beach Development Group, LLC

(Firm/Company)

2155 Delta Blvd., Ste. 110-A

(Address)

Tallahassee, FL 32303

(City/State and Zip Code)

For further information concerning this matter, please call:

Kurt Althouse

(Name of Person)

at (850) 521-0890

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

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

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company will be:

Palm Beach Development Group, LLC

ARTICLE II - PRINCIPAL OFFICE

The initial principal place of business of the Limited Liability Company is:

2155 Delta Blvd., Ste. 110-A
Tallahassee, FL 32303

The initial mailing address of the Limited Liability Company is:

2155 Delta Blvd., Ste. 110-A
Tallahassee, FL 32303

ARTICLE III - REGISTERED AGENT

The name and Florida street address of the registered agent are:

David Deane Eastman
2155 Delta Blvd., Ste. 110-A
Tallahassee, FL 32303

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.


David Deane Eastman, Registered Agent


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TALLAHASSEE, FLORIDA

ARTICLE IV - MANAGING MEMBERS

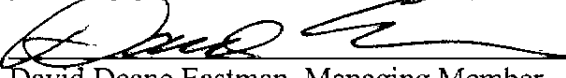
The herein-formed company is to be manager-managed. The name and address of the managing members are:

<u>Title</u>	<u>Name and Address</u>
Managing Member	Kurtis Owen Althouse 1767 Hermitage Boulevard, #7107 Tallahassee, FL 32308
Managing Member	David Deane Eastman 1006 Groveland Hills Drive Tallahassee, FL 32317

SIGNATURE OF MANAGING MEMBERS


Kurtis Owen Althouse, Managing Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)


David Deane Eastman, Managing Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA
COUNTY OF LEON

Sworn to and subscribed to me this 12th day of January, 2004, by David Deane Eastman, who is personally known to me.



Seal or Stamp, Notary Public

Brenda K. Smith
Signature, Notary Public

STATE OF FLORIDA
COUNTY OF LEON

Sworn to and subscribed to me this 12th day of January, 2004, by Kurtis Owen Althouse, who is personally known to me.



Seal or Stamp, Notary Public

Brenda K. Smith
Signature, Notary Public