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(Requestor's Name)

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(Business Entity Name)

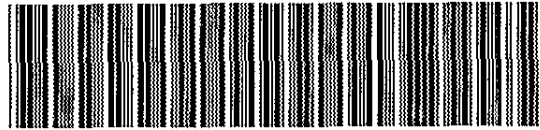
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04 FEB 16 AM 11:12  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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04 FEB 16 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# GEORGE V. MATLOCK

LAW OFFICES

1545 Raymond Diehl Road, Suite 250  
Tallahassee, Florida 32308  
email: george.v.matlock@gulfatlantic.com

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Fax: (850) 386-1443

FILED  
FEB 16 PM 2:42  
TALLAHASSEE, FLORIDA  
Toll Free: (800) 724-7438

February 16, 2004

## *Via Hand Delivery*

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

Re: ~~Construction Management Partners, Inc.~~  
Bay Partners, LLC

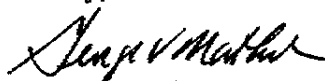
Gentlemen:

I enclose for filing two organizations. First, you will find an original and one copy of the Articles of Organization for Bay Partners, LLC, a new Florida Limited Liability Company. I have enclosed a check in the amount of \$155.00 to cover the filing fees and receipt of a certified copy of the filing.

Second, you will find an original and one copy of the Articles of Incorporation of Construction Management Partners, Inc., a new Florida corporation. I have enclosed a check in the amount of \$78.75 to cover the filing fees and receipt of a certified copy of this filing.

I request that you call my office to pick up the filed Articles of both organizations when they are ready. Thank you for your assistance.

Sincerely,

  
George V. Matlock

Enclosures

**ARTICLES OF ORGANIZATION  
OF  
BAY PARTNERS, LLC**

The undersigned organizer, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

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TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the Limited Liability Company is BAY PARTNERS, LLC.

**ARTICLE II**

The mailing address and street address of the principal office of the Limited Liability Company is:

BAY PARTNERS, LLC  
Post Office Box 266  
Main Street  
Wewahitchka, Florida 32465

**ARTICLE III**

The period of duration for the Limited Liability Company shall be perpetual except as otherwise provided herein.

**ARTICLE IV**

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member is:

Alan McNair  
Post Office Box 266  
Wewahitchka, Florida 32465

## ARTICLE V

This Limited Liability Company will dissolve without further action of the members upon the death, insanity, bankruptcy, retirement, resignation, expulsion, or the occurrence of any event which terminates the continued membership of any member, unless the company is continued by the consent by remaining members having a majority in interest of the capital and profits of the company.

## ARTICLE VI

The undersigned authorized representative of a member of BAY PARTNERS, LLC, certifies as follows:

1. The above-named Limited Liability Company has at least one member.
2. The total amount of the cash contributed by the members is: \$ 1,000.
3. If any, the agreed value of property other than cash contributed by members is: n/a.
4. The amount of cash or property anticipated to be contributed by members is: n/a.

  
George V. Matlock, Authorized Representative


CERTIFICATION OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BAY PARTNERS, LLC
2. The name and Florida street address of the registered agent and office is:

George V. Matlock  
1545 Raymond Diehl Road, Suite 250  
Tallahassee, Florida 32308

*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.*

  
\_\_\_\_\_  
George V. Matlock  
Registered Agent

Dated: 2-16-04