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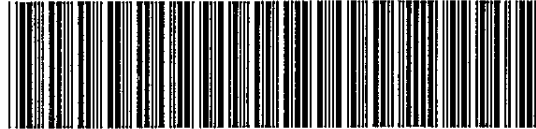
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W04-8722

JUDSON I. WOODS, JR., P.A.
Attorney-At-Law



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February 17, 2004

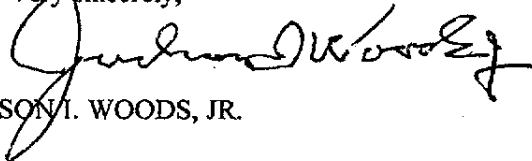
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: **BRIAN F. SMITH, L.L.C.**

Dear Sir or Madame:

Enclosed are the original and one copy of the executed Articles of Organization, Affidavit of Membership and Contributions, and Certificate of Designation Registered Agent and Registered Office for BRIAN F. SMITH, L.L.C.; accompanied with a check made payable to the Secretary of State in the amount of \$133.75 (\$125.00 filing fee/\$8.75 certified copy) for the filing fee and certified copy. If you have any questions, please do not hesitate to contact me.

Very sincerely,



JUDSON I. WOODS, JR.

JIW,Jr./dap

Enc.
ck# 1201PA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 3, 2004

JUDSON I. WOODS, JR.
POST OFFICE BOX 689
EDGEWATER, FL 32132-0689

SUBJECT: BRIAN F. SMITH, L.L.C.
Ref. Number: W04000008722

We have received your document for BRIAN F. SMITH, L.L.C. and your check(s) totaling \$133.75. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$21.25.

Please return 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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 804A00014295

ARTICLES OF ORGANIZATION

OF

BRIAN F. SMITH, L.L.C.

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

ARTICLE I

Name

The name of the limited liability company shall be BRIAN F. SMITH, L.L.C.

ARTICLE II

Address

The mailing address and street address of the principal office of the company is

Physical Address

131 Arthur Avenue
Edgewater, FL 32141

Mailing Address

Post Office Box 958
Edgewater, FL 32132

ARTICLE III

Duration

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

ARTICLE IV

Registered Office and Agent

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

Karen L. Smith
131 Arthur Avenue
Edgewater, FL 32141

FILED
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TALLAHASSEE, FLORIDA

ARTICLE V
Capital Contributions

The members of the company shall contribute to the capital of the company the 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 or as provided in the regulations.

ARTICLE VII
Admission of New Members

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII
Members' Right to Continue Business

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 majority vote of all the remaining members.

ARTICLE IX
Management

The company shall be managed by a manager 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 name and address of the initial manager of the company are:

Name

Brian F. Smith

Address

131 Arthur Avenue
Edgewater, FL 32141

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Edgewater, Florida, this 13th day of February, 2004.

Brian F. Smith

BRIAN F. SMITH
Organizer

STATE OF FLORIDA)
)
COUNTY OF VOLUSIA)

SWORN TO and subscribed before me, a notary public, this 13th day of February, 2004, personally appeared **BRIAN F. SMITH**, satisfactorily proven to be the person whose name is subscribed hereto, and did take an oath.

IN WITNESS WHEREOF, I have set my hand and official seal this date at Edgewater within Volusia County, Florida.

Debra A. Posey

Notary Public/State of Florida at Large

Print Name:

Commission No:

My commission expires



☒ Personally Known
☐ Produced a current Florida driver's license as identification.
☐ Type of Identification Produced _____

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

Under the provisions of Florida Statute 608.414 or 608.507, **BRIAN F. SMITH, L.L.C.**, a 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 **BRIAN F. SMITH, L.L.C.**
2. The name and street of the registered agent in Florida are:

KAREN L. SMITH; 131 Arthur Avenue, Edgewater, FL 32132

The undersigned, being the person named in the Articles of Organization of **BRIAN F. SMITH, L.L.C.**, a limited liability company, 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 accepts the obligations of the position of registered agent.

BRIAN F. SMITH, L.L.C.



KAREN L. SMITH
Registered Agent