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LIMITED LIABILITY COMPANY

Barbas, Koenig, Nunez, Sanders & Butler, P.L.

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**ARTICLES OF ORGANIZATION
FOR THE PROFESSIONAL LIMITED LIABILITY COMPANY
OF
BARBAS, KOENIG, NUNEZ, SANDERS & BUTLER, P.L.**

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended and in accordance with the Professional Service Corporation and Limited Liability Company Act, as amended (jointly referred to as the "Act"), hereby form a Florida professional limited liability company (this "Company") pursuant to the Act and hereby set forth the following Articles of Organization (these "Articles").

**ARTICLE I
NAME**

The name of this Company shall be:

BARBAS, KOENIG, NUNEZ, SANDERS & BUTLER, P.L.

**ARTICLE II
COMMENCEMENT DATE AND DURATION**

This Company shall commence on the date of the filing of the Articles of Organization in accordance with the provisions of Section 608.409(3) of the Act. The period of duration for the Company shall be perpetual.

**ARTICLE III
PURPOSES**

This Company is created and formed for the purpose of performing professional legal services and services ancillary to the legal profession and any and all other lawful businesses authorized for a Company, including the investment of its funds in real estate, mortgages, stocks, bonds, or other investments and ownership of real or personal property necessary for the rendering of its legal services pursuant to Section 608.403 and 621.08 of the Act.

**ARTICLE IV
PLACE OF BUSINESS**

The principal place of business of this Company shall be 1802 West Cleveland Street, Tampa, Florida 33606, and such other place or places as may be designated by the Members from time to time.

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ARTICLE V
REGISTERED AGENT AND OFFICE

The initial registered agent for this Company shall be Stephen M. Barbas, Esquire, and the address of the registered agent for service of process shall be 1802 West Cleveland Street, Tampa, Florida 33606.

ARTICLE VI
MANAGEMENT

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the Members. The initial manager is identified as follows:

<u>Name</u>	<u>Address</u>
BARBAS, KOENIG, NUNEZ, SANDERS & BUTLER, P.A.	1802 West Cleveland Street Tampa, Florida 33606

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII
ADMISSION OF MEMBERS

The initial Members of this Company shall be set forth in the Operating Agreement and Regulations adopted by the Members as set forth therein. The admission of additional Members shall be accomplished only by vote of a majority in interest of the Members. Members must be a professional corporation, a professional limited liability company or an individual, each of whom must be licensed to practice law.

ARTICLE VIII
CONTINUATION OF BUSINESS

The Members may, by unanimous written agreement, continue the business of this Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member or upon the occurrence of any other event which terminates the continued membership of a Member in this Company.

ARTICLE IX
POWERS

This Company shall have all of the powers and authorities set forth in Section 608.404 of the Act, subject to the provisions of Section 621.06 and 621.08.

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**ARTICLE X
AMENDMENTS**

These Articles of Organization, except with respect to vested rights of the Members, may be amended at any time by vote by a majority in interest of its Members and such amendments shall be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 608.411(2) of the Act.

**ARTICLE XI
REGULATIONS**

The Members are hereby authorized and directed to prepare and adopt an Operating Agreement and Regulations for the governing of the internal affairs of this Company containing such provisions as they consider necessary, reasonable and desirable, except that no provisions of such Operating Agreement and Regulations may conflict with the provisions of these Articles of Organization, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement and Regulations shall be set forth in the Operating Agreement and Regulations, except that the initial form shall be approved by all the Members.

**ARTICLE XII
CONTRACTING DEBTS**

No debt shall be contracted nor liability incurred by or on behalf of this Company except by a vote of a majority in interest of the Members.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization this 17th day of March, 2004.

MEMBERS

**LAW OFFICE OF NILO
J. SANCHEZ, JR., P.A.**

**BARBAS, KOENIG, NUNEZ
SANDERS & BUTLER, P.A.**

By: Nilo J. Sanchez, Jr.
Nilo J. Sanchez, Jr., Esquire
As its: President

By: Stephen M. Barbas
Stephen M. Barbas, Esquire
As its: President

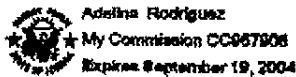
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STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

BEFORE ME, the undersigned authority, personally appeared Stephen M. Barbas, Esquire, as President of Barbas, Koenig, Nunez, Sanders & Butler, P.A., who is personally known to me, or produced _____ as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and he acknowledge before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of March, 2004.



Adeline Rodriguez
Notary Public

My Commission Expires:

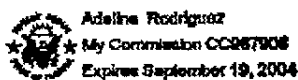
STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

BEFORE ME, the undersigned authority, personally appeared Nilo J. Sanchez, Jr., Esquire, as President of Law Office of Nilo J. Sanchez, Jr., P.A., who is personally known to me, or produced _____ as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and he acknowledge before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 12th day of March, 2004.

Adeline Rodriguez
Notary Public

My Commission Expires:



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TALLAHASSEE, FLORIDA

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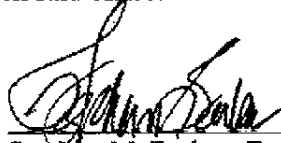
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That BARBAS, KOENIG, NUNEZ, SANDERS & BUTLER, P.L., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization in the City of Tampa, County of Hillsborough, and State of Florida, has named Stephen M. Barbas, Esquire, located at 1802 West Cleveland Street, Tampa, Florida 33606, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Stephen M. Barbas, Esquire
Registered Agent

SECRETARY OF STATE
TAMPA, FLORIDA

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