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(Address)

(City/State/Zip/Phone #)



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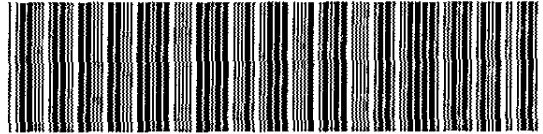
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Accounting Management

A Division of Florida Profit Associates

March 12, 2004

TRANSMITTAL LETTER:

TO: *Registration Section
Division of Corporations*

SUBJECT: *Mr. Rooter of Clay County and Duval County, LC*

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to:

*Fred Stepanek
Accounting Management
117 Centre St., Suite 3
Fernandina Beach, FL 32034*

For further information concerning this matter, call:

Fred Stepanek, 904-277-3916

Thank you.

**ARTICLES OF ORGANIZATION FOR A FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I

THE NAME OF THE LIMITED LIABILITY COMPANY IS:

MR. ROOTER OF CLAY COUNTY AND DUVAL COUNTY, LC

ARTICLE II

**THE MAILING ADDRESS AND STREET ADDRESS OF THE LIMITED
LIABILITY COMPANY IS:**

1268 BLANDING BLVD., ORANGE PARK, FL 32065

ARTICLE III

THE REGISTERED AGENT IS:

**ACCOUNTING MANAGEMENT
117 CENTRE ST., SUITE 3
FERNANDINA BEACH, FL 32034**

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.



SIGNATURE OF REGISTERED AGENT

ARTICLE IV

THE NAME AND ADDRESS OF THE MANAGING MEMBER IS:

MR. ROOTER OF CLAY COUNTY AND DUVAL COUNTY, INC.

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ARTICLE V

ARTICLE VI

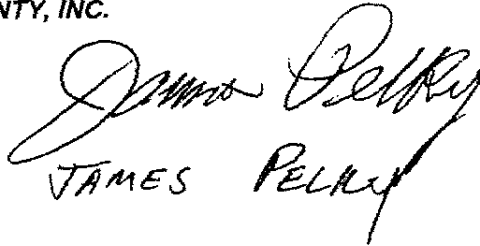
THE LIFE OF THE LIMITED LIABILITY COMPANY WILL BE 10 YEARS FROM THE FILING DATE.

ARTICLE VII

THE LIMITED LIABILITY COMPANY WILL NOT EXERCISE ANY TRANSFERABILITY OF INTEREST DURING THE LIFE OF THE LIMITED LIABILITY COMPANY.

SIGNATURE OF AUTHORIZED REPRESENTATIVE OF MR. ROOTER OF CLAY COUNTY AND DUVAL COUNTY, INC.

NAME OF SIGNEE: JAMES PELKY, PRESIDENT, MR. ROOTER OF CLAY COUNTY AND DUVAL COUNTY, INC.


JAMES PELKY