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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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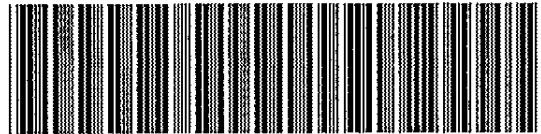
(Business Entity Name)

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2004 MAR 23 AM 8:39
J. BRYAN CORPORATION
TALLAHASSEE, FLORIDA

J. BRYAN APR - 2 2004

WILLIAM R. BLACK, PA
ATTORNEY AND COUNSELLOR AT LAW
ESTATE AND WEALTH STRATEGIES PLANNING

2691 E. OAKLAND PARK BOULEVARD, SUITE 402
FT. LAUDERDALE, FL 33306
(954) 561-2233
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blackesq@bellsouth.net

PLEASE REPLY TO FORT LAUDERDALE

WILLIAM R. BLACK*
NEIL R. COVERT*
PATRICK B. CASEY*
*ADMITTED IN FLORIDA

COVERT & ASSOCIATES, P.A.
311 PARK PLACE BOULEVARD, SUITE 360
CLEARWATER, FL 33759
(727) 449-8200

COVERT & BLACK, LLC
311 PARK PLACE BOULEVARD, SUITE 360
CLEARWATER, FL 33759
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LAW OFFICES OF PATRICK B. CASEY
9240 BONITA BEACH ROAD, SUITE 2209
BONITA BEACH, FL 34135
(239) 498-6593

March 16, 2004

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

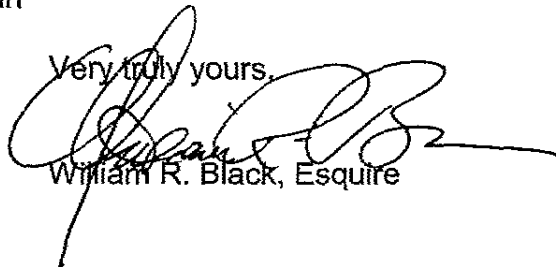
Re: Bailey Carlin, LLC

Dear Sir/Madam:

Enclosed please find the Articles of Organization for: Bailey Carlin, LLC, and a check in the amount of \$130.00 to cover the filing fee and a Certificate of Status.

Should you have any questions concerning this correspondence, please do not hesitate to contact this office. I remain

Very truly yours,



William R. Black, Esquire

WRB/lmh

enclosure(s)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

BAILEY CARLIN, LLC

A LIMITED LIABILITY COMPANY

(Pursuant to s. 607.407, Florida Statutes)

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2004 MAR 23 AM 8:39
CLERK OF COURTS
TALLAHASSEE, FLORIDA

1. **Name.** The name of the limited liability company is BAILEY CARLIN, LLC.

2. **Purpose.** The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.

3. **Address of Principle Office.** The street address and mailing address of the principle office of the limited liability company is: BAILEY CARLIN, LLC, 18911 Collins Avenue, Apt 1801, Sunny Isles, FL 33160.

4. **Term.** Term of this LLC shall be perpetual.

5. **Members at Time of Formation.** There will be at least one member at the time the limited liability company is formed.

6. **Period of Duration.** The period of duration shall be perpetual.

7. **Management.** Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

Initial Members:


CARLOS LIDSKY, as Trustee/General
Partner of the LIDSKY CREW LIMITED
PARTNERSHIP, dated March 4, 2004

8. **Additional Members.** The names and addresses of additional members(s) are as follows:

Carlos Lidsky, Managing Partner

9. **Admission of New Members.** With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

10 Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating Agreement of the limited liability company



Carlos Lidsky
Member

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

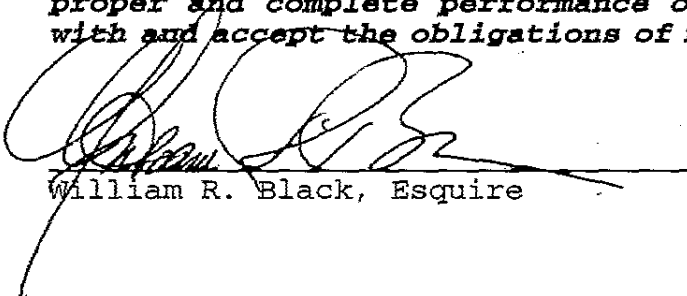
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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

**CERTIFICATE 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. Name. The name of the limited liability company is BAILEY CARLIN, LLC.
2. Registered Office. The address of the registered office of the limited liability company is 2691 E. Oakland Park Blvd., Suite 402, Ft. Lauderdale, Florida 33306.
3. Registered Agent. William R. Black, Esquire, is appointed, and by his signature below accepts appointment, to act as the Registered agent of BAILEY CARLIN, LLC.

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.


William R. Black, Esquire

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TALLAHASSEE, FLORIDA