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Division of Corporations

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Account Name : MORAN & SHAMS, P.A.
Account Number : I20000000003
Phone : (407)841-4141
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FSA BUSINESS ADVISORS, LLC

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
FSA BUSINESS ADVISORS, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, for the purpose of amending and restating the Articles of a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Amended and Restated Articles of Organization.

ARTICLE I

Name. The name of the limited liability company shall be "ASSET ADVISORS OF AMERICA, LLC."

ARTICLE II

Address. The mailing address and street address of the principal office of the Company shall be 1855 W. State Road 434, Longwood, Florida 32750.

ARTICLE III

Duration. The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in the operating agreement of the Company. The Company shall obtain the necessary licenses and thereafter operate as a Registered Investment Advisor.

ARTICLE IV

Initial Registered Office and Agent. The street address of the initial registered office of the Company is 111 North Orange Avenue, Suite 1200, Orlando, FL 32801 and the name of the initial registered agent of the Company at that address is THOMAS P. MORAN.

ARTICLE V

Management. The Company shall be managed by John K. Ritenour.

ARTICLE VI

Member's Right to Continue Business. The remaining members of the limited liability company shall not have any right(s) to continue the 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, unless expressly consented to in writing by all of the members including the disassociating member.

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ARTICLE VII

Operating Agreement and Regulations. Any Operating Agreement and Regulations (as defined in Section § 608.402 of the Act), relating to this Limited Liability Company must be in writing and signed by all of the Members. The Members shall have the power to adopt, alter, or repeal the operating agreement and regulations of the Limited Liability Company containing provisions for the regulation and management of the affairs of the Limited Liability Company.

ARTICLE VIII

Limitation on Agency Authority of Members. Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida this 10th day of September, 2007.


THOMAS P. MORAN
Authorized Representative

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared THOMAS P. MORAN, to me personally known to be the person described in and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of September, 2007.



June M. Reckert
Commission # DD403485
Expires May 30, 2009
Florida Notary Public - Insurance, Inc. 904-996-7118


NOTARY PUBLIC

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