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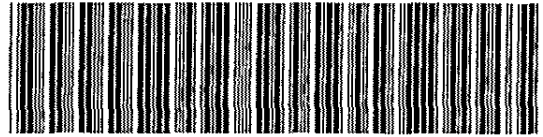
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W207/07/04

6p

Cheryl B. Burton
918 Mulberry Avenue
Panama City, FL 32401
(850) 215-0911

June 29, 2004

Registration Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re: Maddie's Enterprises, LLC

Dear Sir or Madam:

Enclosed please find the Articles of Organization for Maddie's Enterprises, LLC which are submitted for filing with the Division. I am also enclosing a check in the amount of \$150.00 for the filing fee.

Please return all correspondence with regards to this matter to the address listed above. If you should need any further information, please contact me at (850) 215-0911.

Sincerely,

Cheryl B. Burton

Cheryl B. Burton

04 JUN 30 PM 2:55
DIVISION OF CORPORATIONS
SECRETARY OF STATE

ARTICLES OF ORGANIZATION

FOR

MADDIE'S ENTERPRISES, LLC

a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be MADDIE'S ENTERPRISES, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be 918 Mulberry Avenue, Panama City, Florida, 32401.

ARTICLE III - DURATION

The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the Company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

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ARTICLE IV - MANAGEMENT

The Company is to be managed by a Manager and the name and address of the

Manager is:

NAME

ADDRESS

Cheryl B. Burton

918 Mulberry Avenue
Panama City, FL 32401

ARTICLE V - REGISTERED OFFICE AND AGENT

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

of Florida is:

Cheryl B. Burton
918 Mulberry Avenue
Panama City, FL 32401

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ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

A member's interest in the Company may be assigned in whole or in part upon the unanimous consent of the Members of this Company. Assigned interests will be subject to the conditions, limitations and restrictions set forth in the Operation Agreement of this Company.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the business on the death, resignation, expulsion, bankruptcy, or dissolution of a member of the occurrence of any other event which terminates the continued membership of a member in the company pursuant to the Operating Agreement.

IN WITNESS WHEREOF, the undersigned authorized representative has made and
subscribed these articles of organization at Panama City, Bay County, Florida, on this 29th
day of June, 2004.

Cheryl B. Burton

Cheryl B. Burton
Managing Member

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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 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that MADDIE'S ENTERPRISES, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at 918 Mulberry Avenue, Panama City, Florida, 32401 has named Cheryl B. Burton, located at 918 Mulberry Avenue, Panama City, County of Bay, State of Florida, 32401 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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



Cheryl B. Burton
(Resident Agent)

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