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September 1, 2004

Florida Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

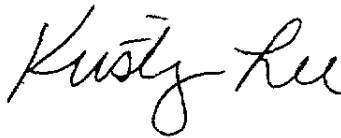
Re: Guilded Lily, LLC

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Organization for the above referred limited liability company. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$125.00 to cover the fees.

Sincerely,



Kristy Lee

Enclosures

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ARTICLES OF ORGANIZATION

OF

GUILDED LILY, L.L.C.

The undersigned members to these Articles of Organization, persons competent to contract, hereby form a limited liability company, under Chapter 608, Florida Statutes, and do hereby certify that it has become such company under and pursuant to the following Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is "**GUILDED LILY, L.L.C.**"

ARTICLE II

Duration

The company shall have perpetual existence commencing on the date of filing.

ARTICLE III

Appointment and Acknowledgment of Designated Registered Agent and Office Address

The name and street address of this company's initial registered agent is Patricia K. Hardman, 5746 Centerville Road, Tallahassee, Florida 32309. The address of the initial principal office of this company and its mailing address is 5746 Centerville Road, Tallahassee, Florida 32309. The registered agent, by her signature hereon, acknowledges that she has read the foregoing Articles of Organization and that she is familiar with and accepts the obligations of her appointment as designated registered agent.

ARTICLE IV

Right to Admit Additional Members

The additional members listed hereinbelow shall have the right to admit

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additional members; however, each member must unanimously consent to such additional member and to the amount of such additional members contribution to capital.

ARTICLE V **Management**

This limited liability company is to be managed by its members in proportion to their capital contributions, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

The duties and responsibilities of management in addition to those set forth in Florida Statute 608.4225 (1993) are as follows: a) to negotiate contracts for lease or purchase of facilities or equipment, b) to maintain and safeguard the cash flow including management of the operating bank account and negotiating with financial institutions for short term capital needs, as may be determined necessary by the owners and management of the company, c) to comply with federal and state tax laws, d) to perform monthly reporting of financial position and the results of operations to the membership along with comparisons to budgeted operations and anticipated cash flows, e) to monitor receivable collections and follow up where necessary, f) to audit monthly cost reports submitted to governmental agencies, g) to monitor compliance with policies and procedures established by the membership and management, h) to provide such services as may be agreed to in writing from time to time executed by membership and management.

ARTICLE VI **Membership of Capital Contributions**

This limited liability company shall have 4 initial members. The names and addresses of these 4 initial members are as follows:

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Patricia K. Hardman	25% membership	5746 Centerville Road Tallahassee, Florida 32309
Robyn Rennick	8 1/3% membership	3915 Woodgreen Way Tallahassee, Florida 32309
Betty Hardwick	33 1/3% membership	<u>167 Hobcaw Dr.</u> <u>MT. PLEASANT, S.C. 29462</u>
Pat Johnson	33 1/3% membership	<u>128 Boardwalk Avenue</u> <u>Port St Joe, FL 32450</u>


ARTICLE VII **Voting**

Voting on all matters relating to this company shall be vested exclusively in the membership. Each member's vote shall be weighed in proportion to that member's capital account, as adjusted from time to time to properly reflect any addition of contributions or withdrawals by the members. Sharing of profits and losses shall likewise be allocated on the basis of each member's capital account unless modified by separate contract signed by all members.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on the 25th day of August, 2004; and, in accordance with Section 608.408 (3), Florida Statutes, the execution of these Articles constitutes an affirmation under penalties of perjury that the facts stated herein are true.

ATTEST:


PATRICIA K. HARDMAN


ROBYN RENNICK

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Betty Hardwick
BETTY HARDWICK

Pat Johnson
PAT JOHNSON

STATE OF FLORIDA
COUNTY OF ~~LEON~~ Gulf

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **PATRICIA K. HARDMAN and ROBYN RENNICK**, who are personally known to me or who produced _____ as identification, known to me to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same for the purposes therein described.

SWORN TO AND SUBSCRIBED before me this 25th day of August, 2004.

Melody Kay Woodham
Notary Public

STATE OF South Carolina
COUNTY OF Charleston



I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **BETTY HARDWICK**, who is personally known to me or who produced S.C. Drivers License as identification, known to me to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same for the purposes therein described.


SWORN TO AND SUBSCRIBED before me this 30th day of August, 2004.

Edward L. Turk
Notary Public

STATE OF FLORIDA
COUNTY OF Gulf

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **PAT JOHNSON**, who is personally known to me or who produced _____ as identification, known to me to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same for the purposes therein described.

SWORN TO AND SUBSCRIBED before me this 25th day of August, 2004.

Melody Kay Woodham
Notary Public


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

First, that **GUILDED LILY, L.L.C.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at Tallahassee, Leon County, Florida, has named **PATRICIA K. HARDMAN**, 5746 Centerville Road, Tallahassee, Florida 32309, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

Patricia K. Hardman
PATRICIA K. HARDMAN
Registered Agent
5746 Centerville Road
Tallahassee, Florida 32309

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