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.CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Falconer Family	T, LLC		PRICE STATE OF STATE
			Art of Inc. File
			LTD Partnership File
			Foreign Corp. File
			L.C. File
			Fictitious Name File
			Trade/Service Mark
			Merger File
			Art. of Amend. File
			RA Resignation
			Dissolution / Withdrawal
			Annual Report / Reinstatement
		<u>~</u>	Cert. Copy
			Photo Copy
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

AND WEST TO SEE TO SEE

Each undersigned, for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, does hereby certify as follows:

ARTICLE I - NAME

The name of the Limited Liability Company is FALCONER FAMILY, LLC. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is: 7173 Wildhorse Circle, Sarasota, FL 34241.

ARTICLE III - DURATION

The existence of the Company shall commence upon the date of execution of this instrument, which shall be within five (5) business days prior to filing hereof. The period of duration for the Company shall be perpetual.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of Company's initial registered office in the state is: RONALD W. FALCONER, JR., 7173 Wildhorse Circle, Sarasota, FL 34241.

ARTICLE V - MANAGEMENT

The Company is to be managed by one or more members, and the name and address of each is:

RONALD W. FALCONER, JR., 7173 Wildhorse Circle, Sarasota, FL 34241.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: No additional member(s) shall be admitted to the Company without written consent of all members of the Company and on such terms and conditions as shall be determined by all members, except as otherwise provided in the Company's regulations initially executed by all members.

ARTICLE VIL-MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company 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 in the Company shall be: The business of the Company may be continued only by written consent of all remaining members, except as otherwise provided in the Company's regulations initially executed by all members.

IN WITNESS WHEREOF, the undersigned executed this instrument affirming under penalties of perjury that the facts stated herein are true on October /, 2004.

RONALD W. FALCONER, JR As Member

STATE OF FLORIDA COUNTY OF SARASOTA

SWORN TO and subscribed before me this ____ day of October, 2004, by Ronald W. Falconer, Jr., who is personally known to me or who has produced _____ as identification.

Motary Public

My Commission Expires:

George Browning, III.

MY COMMISSION # CC991231 EXPIRES

April 30, 2005

BONDED THRU TROY FAIN INSURANCE, INC.