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°CERTIFIED BUSINESS LITIGATION LAWYER
Florida Bar Board of Certification

November 10, 2004

VIA FEDERAL EXPRESS

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

Re: Bailey & Bailey, LLC
Our File No. 06143-0001

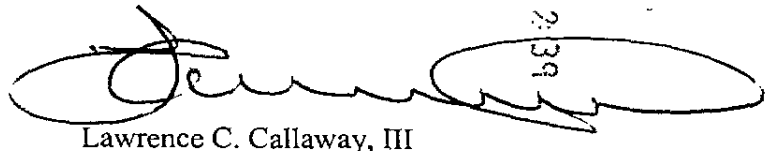
Ladies and Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Incorporation of Bailey & Bailey, LLC that need to be filed with the State of Florida. Please return to me a certified copy of the Articles once they are filed. Enclosed is our firm's check in the sum of \$155.00 payable to the Florida Department of State Division of Corporations for the filing fee, registered agent designation, certificate of status and certified copy.

In the event you require any further from me, please do not hesitate to contact me.

Very truly yours,

AYRES, CLUSTER, CURRY, McCALL,
COLLINS & FULLER, P.A.



Lawrence C. Callaway, III

LCC/cag
Enclosures as stated within

**ARTICLES OF ORGANIZATION OF
BAILEY & BAILEY, LLC**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I – Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "BAILEY & BAILEY, LLC".

ARTICLE II – Address:

The mailing address and street address of the principal office of the Company is 4809 East County Road 466, Oxford, Florida 34484.

ARTICLE III – Duration:

The period of duration for the Company shall be perpetual.

**ARTICLE IV – Designation of Registered Agent
Initial Address of Registered Office**

The initial Registered Agent is designated as C. Winston Bailey, Jr. The Registered Agent of the Company may be changed at any time by a vote of the Members without an amendment of these Articles.

The street address of the initial registered office of this Company in the State of Florida is 4809 East County Road 466, Oxford, Florida 34484. The Members may from time to time, without amending these Articles, move the principal office to any other address within the State of Florida.

ARTICLE V – Management:

The Company is to be managed by the Members, and the names and addresses of the Managing Members are:


James A. Bailey
4809 East County Road 466
Oxford, Florida 34484

C. Winston Bailey, Jr.
4809 East County Road 466
Oxford, Florida 34484

ARTICLE VI – Limitation on Agency Authority of Members

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no Member of the Limited Liability Company shall be an agent of the Limited Liability Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Limited Liability Company solely by virtue of being a Member

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 10th day of November 2004. 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.

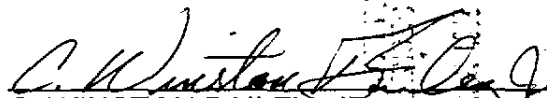

C. WINSTON BAILEY, JR., Member

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statute 48.091 and Article IV of these Articles of Organization, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

4809 East County Road 466
Oxford, Florida 34484

The undersigned shall serve as Registered Agent until otherwise removed or shall resign pursuant to the laws of the State of Florida.


C. WINSTON BAILEY, JR.

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