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TALLAHASSEE, FLORIDA

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J. GERARD CORREA, P.A.

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REPLY TO
ST. PETERSBURG



FAX (727) 576-8513

1Z F22 967 22 1000 522 1
December 15, 2004

Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Palm State Mortuary Services, LLC

Dear Sirs and Ladies:

Enclosed herewith, in duplicate, are Articles of Organization for Palm State Mortuary Services, LLC. Enclosed is our check in the amount of \$155.00, covering the following fees:

Filing Fee for Articles of Organization	\$	100.00
Certified copy of Articles		30.00
Registered Agent Designation		25.00
Total	\$	155.00

Please send a certified copy of the Articles of Organization to our St. Petersburg, Florida office.

Yours truly,

J. GERARD CORREA, P.A.

J. Gerard Correa

JGC/dha
Enclosure

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

FOR

PALM STATE MORTUARY SERVICES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - Name

The name of this limited liability company shall be PALM STATE MORTUARY SERVICES, LLC.

ARTICLE II - Duration

The limited liability company shall have a perpetual existence.

ARTICLE III - Purpose and Powers

Except as restricted by these Articles of Organization, this limited liability company is organized to provide funeral and burial services to the general public and each and every other legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

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ARTICLE IV - Principal Office

The mailing address and the street address of this limited liability company shall be: 112660 - 34th Street North, Unit A-1, Clearwater, Florida 33762.

ARTICLE V - Initial Registered Agent and Office

The initial registered agent for this limited liability company and the street address of the initial registered agent is: JAMES L. MAGAZINE, 622 Bypass Drive, Suite 100, Clearwater, Florida 33764.

ARTICLE VI - Additional Members

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

ARTICLE VII - Initial Co-Managers

This limited liability company shall be managed by one or more managers in accordance with regulations adopted by a majority vote of the members. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial co-managers are as follows:

JOSEPH JAY TASSILLO
7501 Ulmerton Road, Apt. 2311
Largo, FL 33771

BETH TASSILLO
7501 Ulmerton Road, Apt. 2311
Largo, FL 33771

The initial co-managers shall serve until the first annual meeting of members or until his successor is elected and qualified or until his death or resignation.

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ARTICLE VIII - Regulations

The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

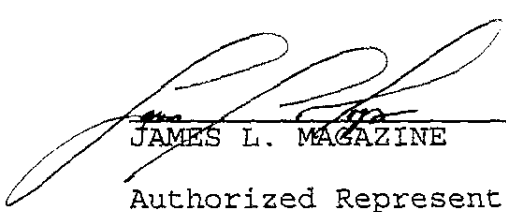
ARTICLE IX - Members' Right to Continue Business

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to the approval by the unanimous vote of the remaining members; provided that there be at least be one member.

ARTICLE X - Amendment

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 15 day of December


JAMES L. MAGAZINE

Authorized Representative
the Members

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 15
day of December, 2004, by JAMES L. MAGAZINE, who is
personally known to me or who has produced
A driver's license as identification and who did take
an oath.

NOTARY PUBLIC

Dorothy H. Admire
Sign

Dorothy H. Admire
Print

State of Florida at Large

My commission expires:

DOROTHY H. ADMIRE

Notary Public, State of Florida

My comm. exp. July 16, 2007

Comm. No. DD 214718

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, PALM STATE MORTUARY SERVICES, LLC, submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the limited liability company is PALM STATE MORTUARY SERVICES, LLC.
2. The name and street address of the registered agent in Florida are:

JAMES L. MAGAZINE
622 Bypass Drive, Suite 100
Clearwater, FL 33764

The undersigned, being the person named in the articles of organization of PALM STATE MORTUARY SERVICES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of the process for the above-stated company at the place designated in the articles of the organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of the registered agent.


Registered Agent

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