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J. BRYAN JAN 24 2005

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MICHAEL T. KOVACH, SR.

MICHAEL T. KOVACH, JR.

MARK D. RODRIGUEZ

RHONDA PORTWOOD

STEPHANIE T. NICHOLS

January 10, 2005

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

RE: **Articles of Organization for PALS, L.L.C.**

To Whom It May Concern:

Please find enclosed the original, plus one copy, of the Articles of Organization, on the above proposed Corporation.

I ask that you endorse your approval of the Articles on the copy and return same to our Inverness office listed above.

Also enclosed, is our check in the amount of \$125.00 to cover the associated fees.

If you have any questions, or require any additional information, please do not hesitate to contact this office. Thank you in advance for your assistance in this matter.

Cordially,

KOVACH, KOVACH & RODRIGUEZ

BY: _____

Michael T. Kovach, Jr., Esquire

Enclosures: Original + 1 copy of Articles of Organization for PALS, L.L.C.

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**ARTICLES OF ORGANIZATION
FOR**

PALS, L.L.C.

The undersigned organizers Michael A. Smallridge and Angela Rose of a limited liability company under the Limited Liability Company Act adopt(s) the following Articles of Organization:

NAME

The name of the limited liability company is PALS, L.L.C.

DURATION

The limited liability company shall have perpetual existence.

PURPOSE

The purpose for which this limited liability company is organized is to perform any lawful purpose except that of banking and insurance.

PRINCIPAL PLACE OF BUSINESS

The street address of its principal place of business and offices where notices can be sent in this state is 236 N. Braemar Dr. Inverness, Florida 34450.

REGISTERED AGENT AND OFFICE

The name of the limited liability company's registered agent, whose Consent to Appointment as Registered Agent is included with these articles, is Michael T. Kovach, Jr., Esquire at the Law Offices of KOVACH, KOVACH & RODRIGUEZ and the address of the registered office within this state is 106 North Osceola Avenue, Inverness, Florida, 34450.

ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to this limited liability company only upon such terms as are unanimously agreed to by all members in the Operating Agreement.

MANAGEMENT

The business of the limited liability company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in their

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company in all matters. Members cannot enter into a business dissolution consent agreement. The names and addresses of the members of the limited liability company are:

Michael A. Smallridge, 1645 W. Main St., Inverness, Florida 34450

Angela Rose, 236 N. Braemar Dr., Inverness, Florida 34450

ORGANIZER

The name and address of each organizer of this limited liability company is:

Michael A. Smallridge, 1645 W. Main St., Inverness, Florida 34450

Angela Rose, 236 N. Braemar Dr., Inverness, Florida 34450

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LIABILITY

The members shall not be liable for the debts and obligations of the limited liability company.

AUTHORIZED REPRESENTATIVE

Michael T. Kovach, Jr., Attorney at Law, is hereby declared to be an authorized representative with the power and authority to execute these articles by and on behalf of its membership.

IN WITNESS WHEREOF, these articles have been subscribed this ____ day of January, 2005, by the undersigned who affirms that the statements made herein are true under the penalties of perjury.

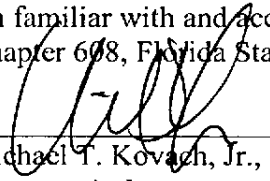

MICHAEL T. KOVACH, JR., ESQ.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with

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106 N. Osceola Avenue
Inverness, FL 34450
(352) 344-5551

the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



Michael T. Kovach, Jr., Esq.,
Attorney At Law

KOVACH, KOVACH & RODRIGUEZ
106 North Osceola Avenue
Inverness, Florida 34450
Registered Agent

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