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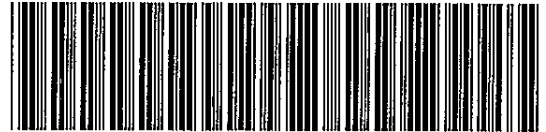
(Business Entity Name)

(Document Number)

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FALC
FLORIDA

3-22-05

James T. Joiner, P.A.

ATTORNEY AT LAW

March ¹⁶~~14~~, 2005

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: GRASSY CREEK COMPANY, LLC

To Whom It May Concern,

Enclosed please find the original and (1) copy of the Articles of Organization for the above referenced L. L. C., the Affidavit of Membership and Contributions, and the Certificate of Designation of Registered Agent/Registered Office. Please file these documents as of the day of receipt and return a certified copy to this office in the enclosed, self-addressed stamped envelope.

Our check #~~0291~~, in the amount of \$337.50 is enclosed for the following:

Filing fee	\$ 250.00
Certified copy of Articles	\$ 52.50
Registered Agent Designation	<u>\$ 35.00</u>
Total	\$ 337.50

If you have any questions, please do not hesitate to contact this office. Thank you for your prompt attention to this matter.

Sincerely,



JAMES T. JOINER

JTJ/cbr

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
GRASSY CREEK COMPANY, LLC**

ARTICLE I

Name

The name of the limited liability company ("Company") is GRASSY CREEK COMPANY, LLC

ARTICLE II

Address

The mailing and street address of the Company's principal office is 2180 San Marcos Circle, # 408, Winter Haven, FL 33880.

ARTICLE III

Duration

The period of duration for the Company is perpetual effective the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of Company's initial registered agent in Florida is H. AVERY KIMELTON. The address of Company's registered office in Florida is 2180 San Marcos Circle, # 408, Winter Haven, Florida 33880.

ARTICLE V

Management

The Company is to be managed by the members. Each managing member is identified as follows:

H. AVERY KIMELTON (90%)
2180 San Marcos Circle, # 408
Winter Haven, Florida 33880

JAMES E. KIMELTON (10%)
2180 San Marcos Circle, # 408
Winter Haven, Florida 33880

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TALLAHASSEE

ARTICLE VI

Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

Continuation of Company

The remaining members of the Company have the right 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. The business may be continued only on the unanimous written consent of the remaining members.

ARTICLE VIII

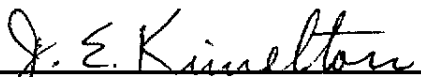
Purpose

The purpose of the Company is to engage in the commercial and/or residential installation of fiber optic cable or any other cable and the installation and maintenance of telecommunications systems and to do any other business allowed under the laws of the State of Florida and the United States of America.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 16 day of March, 2005, at Winter Haven, Florida.



H. AVERY KIMELTON



JAMES E. KIMELTON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

- (1) The name of the limited liability company is **GRASSY CREEK COMPANY, LLC.**
- (2) The name and address of the registered agent and office is: **H. AVERY KIMELTON, 2180 San Marcos Circle, # 408, Winter Haven, FL 33880.**

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

Dated: 3/16/05



H. AVERY KIMELTON

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