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ALABAMA STATE CAPITOL

WS-40728
gl

**The Flock Group, L.L.C.
28050 U.S. 19 North, Suite 203
Clearwater, FL 33761**

April 19, 2005

State of Florida
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

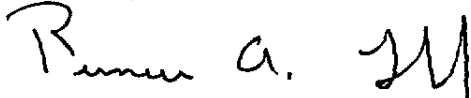
Dear Sir or Madam:

Enclosed you will find two original copies of the Articles of Organization for The Flock Group, L.L.C. In addition, you will find a check made payable to the Division of State in the amount of \$125.00 representing the filing fee and designation of registered agent fee.

Please return one copy of the Articles of Organization with the filing date stamped on them.

If I can answer any question with regard to the above, please do not hesitate to contact me.

Sincerely,

A handwritten signature in dark ink, appearing to read "Russell A. Flock". The signature is stylized with a large, looped "R" and a distinct "M" at the end.

Russell A. Flock
Manager

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
THE FLOCK GROUP, L.L.C.**

ARTICLE 1 - NAME

The name of this Limited Liability Company is **The Flock Group, L.L.C.**

ARTICLE II - DURATION

This Limited Liability Company shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which Limited Liability Companies may be organized under Chapter 608, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The principal address of the Limited Liability Company is 28050 U.S. 19 North, Suite 203, Clearwater, FL 33761, the address of the initial registered office is 28050 U.S. 19 North, Suite 203, Clearwater, FL 33761; and the name of the initial registered agent of this Limited Liability Company at that address is Russell A. Flock.

ARTICLE V -MANAGEMENT

This Limited Liability Company is to be managed by one manager and is, therefore, a manager-managed company. The number of managers may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one manager nor more than five. The name and address of the initial Manager of the Limited Liability Company is:

Russell A. Flock
28050 U.S. 19 North, Suite 203
Clearwater, FL 33761

ARTICLE VI - INDEMNIFICATION

The Limited Liability Company shall indemnify any Manager or any former Manager, to the full extent permitted by law.

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TALLAHASSEE, FLORIDA


ARTICLE VII – NONLIABILITY

The members and manager, if any, shall not be liable for any debts, obligations or liabilities of the limited liability company.

ARTICLE VIII - AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provision contained in these Articles of Organization, or any amendment hereto, by a majority vote of the Managers, and any right conferred upon the managers is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Manager has executed these Articles of Organization on the 19 day of April, 2005.


Russell A. Flock
Manager

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Russell A. Flock, known to be and known by me to be the person who executed the foregoing Articles of Organization, and she acknowledged before me that she executed those Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 19th of April, 2005.


NOTARY PUBLIC, State of Florida at Large
My commission expires:



Zed M. Turner Jr
My Commission DD252052
Expires September 21 2007

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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 608., Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, 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: THE FLOCK GROUP, L.L.C.
2. The name and address of the registered agent and office is:

Russell A. Flock
28050 U.S. 19 North, Suite 203
Clearwater, FL 33761

Russell A. Flock
Signature

Manager
Title

4-19-05
Date

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATION OF SECTION 608 FLORIDA STATUTES.

Russell A. Flock
Signature - Registered Agent

4-19-05
Date

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TALLAHASSEE, FLORIDA

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