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(Remitter's Name)

McClelland, Jones, Lyons & Lacey, L.C.
1901 S. Harbor City Blvd.
Suite 500
Melbourne, FL 32901

(City/State/Zip/Phone #)

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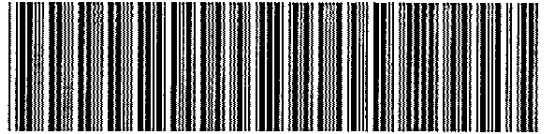
(Business Entity Name)

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LAW OFFICES
McCLELLAND, JONES, LYONS & LACEY, L.C.

ONE HARBOR PLACE
1901 SOUTH HARBOR CITY BLVD.
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May 24, 2005

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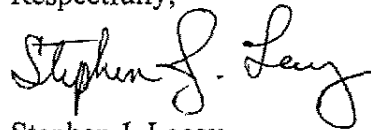
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Essence, LLC

Dear Sir:

Enclosed are the original and one copy of the Articles of Organization and the Statement of Designation and Acceptance of Initial Registered Agent and Registered Office of the subject limited liability company along with a check in the amount of \$125.00 for filing. Please return a copy of the above filed documents to the undersigned. If you have any questions about this matter, please contact me.

Respectfully,



Stephen J. Lacey

Enclosures
SJL/sm

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**ARTICLES OF ORGANIZATION
OF ESSENCE, L.L.C.**

The undersigned subscriber to these Articles of Organization and intending to form and create a Limited Liability Company pursuant to the statutes of the State of Florida, does hereby state and certify the following:

I.

The name of the Limited Liability Company shall be ESSENCE, L.L.C.

II.

The mailing and street address of the Limited Liability Company and its principal office is: 2529 Empire Ave., Melbourne, FL 32934.

III.

The name and street address of the initial registered agent of the Limited Liability Company in the State of Florida is CYNTHIA P. SAPIKOWSKI, 2529 Empire Ave., Melbourne, FL 32934.

IV.

The Limited Liability Company shall be managed by its member(s) and the activities of the Limited Liability Company shall be conducted as a member-managed company in accordance with the terms of the Limited Liability Company Operating Agreement.

The name and address of the Initial Manager of the Limited Liability Company is as follows:

Name	Address
Cynthia P. Sapikowski	2529 Empire Ave. Melbourne, FL 32934

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VI.

The Limited Liability Company shall be initially organized with one (1) member. The name and address of the Initial Member of the Limited Liability Company is:

Name	Address
Cynthia P. Sapikowski	2529 Empire Ave. Melbourne, FL 32934

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TALLAHASSEE, FLORIDA

VII.

The Limited Liability Company shall have the right to add additional members according to the terms of the Limited Liability Company Operating Agreement.

VIII.

This Limited Liability Company shall exist perpetually.

IN WITNESS WHEREOF, the undersigned, in their respective capacities as initial member and initial manager for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do make and file these Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seal this 23 day of May, 2005.

Initial Member:

Cynthia P. Sapikowski
Cynthia P. Sapikowski

Initial Manager:

Cynthia P. Sapikowski
Cynthia P. Sapikowski

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared CYNTHIA P. SAPIKOWSKI, known to me to be the persons who executed the foregoing Articles of Organization, and acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed, as Initial Member and Initial Manager.

WITNESS my hand and official seal this 23rd day of May, 2005.

Suzanne S. Mair
Notary Public, State of Florida



Suzanne S Mair
My Commission DD367215
Expires October 31 2008

My Commission Expires: 10/31/

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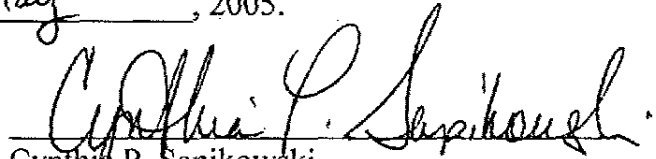
STATEMENT OF DESIGNATION AND ACCEPTANCE
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF

ESSENCE, L.L.C.

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby files this statement of the designation and acceptance of the initial registered agent of the Limited Liability Company.

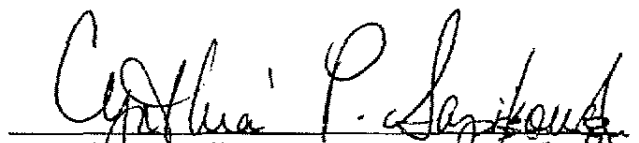
The street address of the initial registered office of this Limited Liability Company is 2529 Empire Ave., Melbourne, FL 32934, and the name of the initial registered agent of this Limited Liability Company at that address is Cynthia P. Sapikowski.

DATED this 23 day of May, 2005.


Cynthia P. Sapikowski

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of ESSENCE, L.L.C. at the initial registered office of the Limited Liability Company at 2529 Empire Ave., Melbourne, FL 32934.


Cynthia P. Sapikowski

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