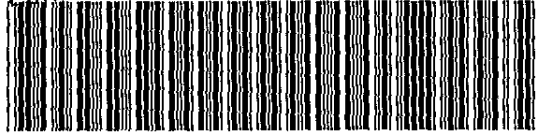


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



200055888662

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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CORLEY MONCUS, P.C.

Attorneys at Law

400 Shades Creek Parkway, Suite 100 • Birmingham, Alabama 35209
Telephone 205.879.5959 • Facsimile 205.871.4411

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Direct Dial: 868-0311
E-mail: c Robinson@cmwlaw.com

Cheryl Robinson
Paralegal

June 8, 2005

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Corporate Filings
409 E. Gaines Street
Tallahassee, FL 32399

RE: Articles of Organization
Bartley-Keith Investment Group of Florida, LLC

Dear Filing Clerk:

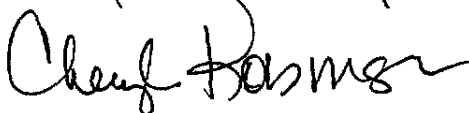
Enclosed please find original Articles of Incorporation and a copy thereof to be filed with your office. I am also enclosing a check in the amount of \$160. Please send the original articles, a certified copy, and a certificate of status to the undersigned at your earliest convenience.

If you have any questions or comments, or need additional information, please give me a call.

Thank you for your attention to this matter.

Sincerely yours,

CORLEY MONCUS, P.C.



Cheryl Robinson
Paralegal to Claude McCain Moncus

Enclosures

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This Instrument Was Prepared By:
Claude McCain Moncus, Esq.
CORLEY MONCUS, P.C.
400 Shades Creek Parkway, Suite 100
Birmingham, Alabama 35209
205.879.5959

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BARTLEY-KEITH INVESTMENT GROUP OF FLORIDA, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to the Provisions of the Florida Limited Liability Company Act, the undersigned, for the purpose of forming a limited liability company hereby adopts the following Limited Liability Company Articles of Organization for BARTLEY-KEITH INVESTMENT GROUP OF FLORIDA, LLC.

ARTICLE I

Name

The name of the limited liability company is **BARTLEY-KEITH INVESTMENT GROUP OF FLORIDA, LLC.**

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Limited Liability Company is:

615 Greenwich Circle
Vestavia Hills, Alabama 35216

ARTICLE III

Registered Office; Registered Agent and Registered Agent's Signature

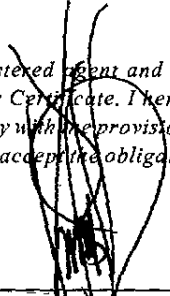
The name and the Florida street address of the registered agent are:

Kevin B. Kynerd
1050 Highway 98
Unit 1406
Destin, Florida 32541

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Having been named as a registered agent and to accept service of process for the above state 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 as provided for in Chapter 608, F.S.


Kevin B. Kynerd
Registered Agent's Signature

ARTICLE IV

Title to Company Property

All property owned by the Company shall be owned by the Company as an entity and, insofar as permitted by applicable law, no Member shall have any ownership interest in any Company property in its individual name or right, and each Member's Membership Interest shall be personal property for all purposes.

ARTICLE V

Member

The name and addresses of the initial member is:

Kevin B. Kynerd
1050 Highway 98
Unit 1406
Destin, Florida 32541

ARTICLE VI

Admission of Additional Members

Upon the unanimous written consent of the member, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, these Articles of Organization have been executed by the undersigned
authorized member as of the 7th day of June, 2005.

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Authorized Representative of a Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed, sealed and delivered in the
presence of:

Cheryl Robinson

Print Name: Cheryl Robinson

Kevin B. Kynerd

[SEAL]

Camden Starr

Print Name: Camden Starr

STATE OF ALABAMA)
JEFFERSON COUNTY)

The foregoing instrument was acknowledged before me on this 7th day of June, 2005, by Kevin
B.Kynerd. Such person did not take an oath and is personally known to me.

(Notary Seal must be affixed)

Claude McCain Moncus
Signature of Notary

Claude McCain Moncus

Name of Notary Printed

My Commission Expires: December 28, 2007

Commission Number: N/A