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DATE: 08-17-05

NAME: BAYBARLYN MANAGEMENT, LLC

TYPE OF FILING: ARTICLES OF ORGANIZATION

COST: CK FOR \$155 ATTACHED

RETURN: CERTIFIED COPY

ACCOUNT: FCA00000000015

AUTHORIZATION: ABBIE/PAUL HODGE

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FILE 157

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

BAYBARLYN MANAGEMENT, LLC

ARTICLE II - Address:

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

Principal Office Address:

2410 Lawn Meadow
Richardson, Texas 75080

Mailing Address:

2410 Lawn Meadow
Richardson, Texas 75080

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Capitol Corporate Services, Inc.

Name

1333 North Duval Street

Florida street address (P.O. Box **NOT** acceptable)

Tallahassee

FL

City, State, and Zip

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 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..

Bayle Wundt, asst Sec
Registered Agent's Signature

(CONTINUED)

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ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

Johanne P. Shields

2410 Lawn Meadow

Richardson, Texas 75080

MGR

Carol R. Graham

125 Vinyard Court

Los Gatos, California 95032

MGR

Johanna B. Storm

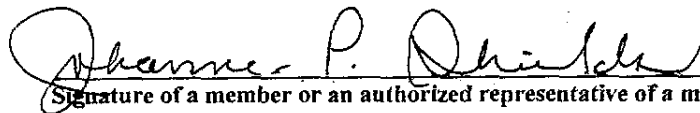
10 Twin Lake Court

Dalworthington Gardens, Texas 76016

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(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.)

Johanne P. Shields

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)