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THIS DOCUMENT PREPARED BY:
R. AFERGUSON III
Johnston Barton Proctor & Powell LLP
2900 AmSouth/Harbert Plaza
20031901 Sixth Avenue North
Birmingham, Alabama 35203-2618
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF SARASOTA

ARTICLES OF ORGANIZATION

OF

MICALE TRANSFER, LLC

The undersigned, for the purpose of forming a limited liability company under Section 608.401 et seq., as amended (the "Florida Limited Liability Company Act"), hereby files the following Articles of Organization with the Florida Department of State:

ARTICLE I NAME

The name of this limited liability company (the "Company") shall be: "Micale Transfer, LLC."

ARTICLE II DURATION

The period of duration is perpetual unless the Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or its Operating Agreement.

ARTICLE III PURPOSE

The nature of the business of the Company and its objects, purposes and powers are as follows:

- (a) To provide moving and relocation related services;
- FILED
- (b) To manage, purchase or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, lease, deal in and in b any manner dispose of, real or personal property of any kind, class, interest or type, wheresoever situated, and to exercise, carry out and enjoy any licenses, power, authority, concession, right or privilege which any limited liability company may make or grant in connection therewith; and
- (c) To acquire the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association or corporation; to pay for the same in cash, debt obligations of the Company or by the transfer of an interest or the granting of membership in the Company or otherwise; to hold, or in any manner dispose of, the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business; and
- (d) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Company or to enhance the value of its properties.

The enumeration herein of the powers, objects and purposes of the Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Florida or any reasonable construction of such laws.

ARTICLE IV REGISTERED AGENT/OFFICE

The location and mailing address of the initial registered office of the Company shall be 1731 Hillview Street, Sarasota, Florida 34239, and its registered agent at such address shall be Kevin D. Micale.

ARTICLE V PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 1731 Hillview Street, Sarasota, Florida 34239.

ARTICLE VI INITIAL MEMBERS

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The names and addresses of the initial members (the "Members") of the Company 2b are:

> **ADDRESS MEMBER**

Kevin D. Micale 1731 Hillview Street Sarasota, Florida 34239

Changing Your Latitude, LLC 5660 Cahaba Valley Road

Birmingham, Alabama 35242

ARTICLE VII ADDITIONAL MEMBERS

The Members reserve the right to admit additional Members in the manner provided in the Company's Operating Agreement.

ARTICLE VIII **OPERATING AGREEMENT**

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of the State of Florida or these Articles.

ARTICLE IX CONTINUATION UPON CESSATION OF MEMBER

The Members shall have the right to continue the Company upon the cessation of a Member's interest in the Company as long as there is at least one (1) remaining Member or (i) the holders of all of the financial rights in the Company agree in writing within ninety (90) days of the cessation of membership of the last Member to continue the legal existence and business of the Company and to appoint one or more Members or (ii) the legal existence and business of the Company is continued and one or more Members are appointed in the manner stated in the Operating Agreement.

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ARTICLE X **MANAGEMENT**

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The Company shall be managed by a Manager. The name and address of the Manager of the Company are as follows:

TALLATIASSEE, FIORITY

TALLATIASSEE, FIORITY**

TALLATIASSEE, FIORITY**

TALLATIASSEE, FIORITY**

TALLATIASSEE, FIORITY**

TALLATIASSEE, FIORITY** initial Manager of the Company are as follows:

MANAGER

ADDRESS

Kevin D. Micale - MGR

1731 Hillview Street Sarasota, Florida 34239

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization this 18 day of August, 2005.

Kem O Mia le

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.

STATEMENT OF REGISTERED AGENT

I, the undersigned, Kevin D. Micale, hereby accept the appointment as registered agent of the Company as provided in these Articles of Organization 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 state that I am familiar with, and accept the obligations of such position as registered agent of the Company as provided under the Florida Limited Liability Company Act.

Kem D. Miale