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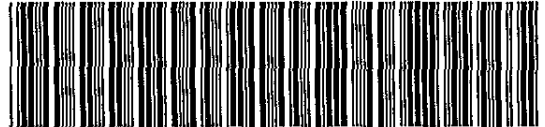
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TALLAHASSEE, FLORIDA

T. Burch SEP 30 2005.

MARK E. CLEMENTS, P.A.
ATTORNEYS AT LAW

MARK E. CLEMENTS

Certified as an Elder Law Attorney by the
National Elder Law Foundation
WILLS - ESTATES - ESTATE PLANNING
ELDER LAW - MEDICAID - NURSING HOME
GUARDIANSHIPS - MEDIATION
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ELAINE KELLEHER
TRIAL PRACTICE - GENERAL

TIMOTHY L. FLANAGAN
OF COUNSEL

September 20, 2005

Department of State
Division of Corporations
Corporate Filings
Post Office Box 632
Tallahassee, Florida 32314

Re: Limited Liability Companies

Dear Sir or Madam:

Enclosed please find an original and a copy of three (3) Articles of Organization, three (3) Designation of Registered Agent, and a check in the amount of \$401.25 representing filing fees, designation of registered agent fees, and certified copy fees. Please return a certified copy of each in the enclosed envelope. Should you have any questions please contact me at (863) 687-2287 ext. 25. Thank you.

Sincerely,



Elaine Kelleher
MARK E. CLEMENTS, P.A.

Enclosures
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ARTICLES OF ORGANIZATION
OF
ALLEN & OLSON MANAGEMENT SERVICES, L.L.C.

Pursuant to the provisions Chapter 608 of the Florida Statutes ("the Florida Limited Liability Company Act"), the undersigned organizers, Edward A. Allen and David L. Olson, hereby adopt the following Articles of Organization.

ARTICLE I

NAME: The name of the limited liability company shall be: Allen & Olson Management Services, L.L.C.

ARTICLE II

TERM: The existence of the limited liability company will be perpetual.

ARTICLE III

ADDRESS: The mailing address and street address of the principal office of the company is:

Mailing Address:

500 South Florida Avenue
Suite 340
Lakeland, Florida 33801

Street Address:

500 South Florida Avenue
Suite 340
Lakeland, Florida 33801

ARTICLE IV

REGISTERED OFFICE AND AGENT: The name and address of the initial registered agent and office of the limited liability company are:

Edward A. Allen
500 South Florida Avenue
Suite 340
Lakeland, Florida 33801

ARTICLE V

MANAGEMENT: The limited liability company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. Management authority shall be vested solely in its members, each member having equal management authority. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the

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company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

Name:

Address:

Edward A. Allen

500 South Florida Avenue
Suite 340
Lakeland, Florida 33801

David L. Olson

1233 Bedford Road
Lowellville, Ohio 44436

ARTICLE VI

PURPOSE: The purposes for which the ALLEN & OLSON MANAGEMENT SERVICES, L.L.C., is formed are:

- (A) To provide financial and management services for real estate and business management needs and purposes, within and outside the State of Florida; and
- (B) to engage in such other lawful acts or activities for which limited liability companies may be formed under Section 608 of the Statutes of the State of Florida.

ARTICLE VII

ADMINISTRATION OF NEW MEMBERS: No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII

ORGANIZER: The name and address of the organizer is:

Edward A. Allen
500 South Florida Avenue
Suite 340
Lakeland, Florida 33801

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Lakeland, Florida, on this 20 day of September, 2005.


Edward A. Allen

STATE OF FLORIDA
COUNTY OF POLK

Sworn to (or affirmed) and subscribed before me this 20th day of September, 2005, by Edward A. Allen, who is personally known to me or who produced _____
_____ as identification.

My commission expires:


Notary Public - State of Florida



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415, ALLEN & OLSON MANAGEMENT SERVICES, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Allen & Olson Management Services, L.L.C.

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

Edward A. Allen
500 South Florida Avenue
Suite 340
Lakeland, Florida 33801

The undersigned, being the person named in the articles of organization of ALLEN & OLSON MANAGEMENT SERVICES, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Edward A. Allen,
Registered Agent