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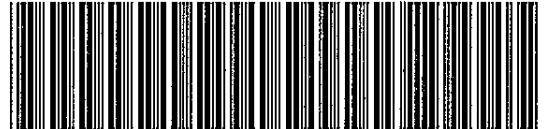
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 NOV - 7 PM 7:59

APPROVED
AND
FILED



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 27, 2005

PETER J. MUNSON, ESQ.
MCFARLANE FERGUSON & MCMULLEN
1501 SOUTH FLORIDA AVENUE
LAKELAND, FL 33803

SUBJECT: PAUL & PAUL, LLC
Ref. Number: W05000048929

We have received your document for PAUL & PAUL, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the usual business addresses of its managing members or managers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6853.

Leslie Sellers
Document Specialist

Letter Number: 405A00065115

MACFARLANE FERGUSON & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

1501 SOUTH FLORIDA AVENUE
LAKELAND, FLORIDA 33803
(863) 680-9908 FAX (863) 683-2849

ONE TAMPA CITY CENTER, SUITE 2000
201 NORTH FRANKLIN STREET
P.O. BOX 1531 (ZIP 33601)
TAMPA, FLORIDA 33602
(813) 273-4200 FAX (813) 273-4396

www.mfmlegal.com
EMAIL: info@mfmlegal.com

625 COURT STREET
P. O. BOX 1669 (ZIP 33757)
CLEARWATER, FLORIDA 33756
(727) 441-8966 FAX (727) 442-8470

IN REPLY REFER TO:

November 3, 2005

Lakeland Office

Leslie Sellers, Document Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Paul & Paul, LLC - Letter Number: 405A00065115

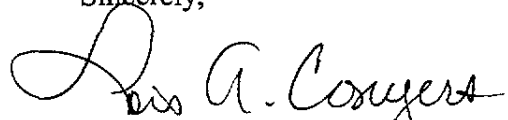
Dear Leslie:

Enclosed for filing please find an original and one copy of the Articles of Organization along with your letter of October 27, 2005.

It would be appreciated if you would furnish us with confirmation of filing. A self addressed stamped envelope is enclosed for your convenience.

Thank you for your assistance with this matter.

Sincerely,



Lois A. Conyers, Legal Assistant to
Peter J. Munson, Esquire

LAC/s

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PAUL & PAUL, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

PETER J. MUNSON, ESQUIRE

(Name of Person)

MACFARLANE FERGUSON & MCMULLEN

(Firm/Company)

1501 SOUTH FLORIDA AVENUE

(Address)

LAKELAND, FL 33803

(City/State and Zip Code)

For further information concerning this matter, please call:

PETER MUNSON

(Name of Person)

at (863) 680-9908

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION 05 NOV -7 PM 8:00

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAUL & PAUL, LLC

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be PAUL & PAUL, LLC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The principal place of business and the address of the Company in Florida shall be 1603 North Maryland Avenue, Plant City, Florida 33563, and its mailing address is the same.

ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in real estate investments and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Hal Paul, 4925 Foxrun, Lakeland, Florida 33813.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

No additional contributions of cash or property are required to be made to the Company, except as the members may otherwise unanimously agree upon as provided in the Regulations of the Company to be hereafter adopted by the Members of the Company (the "Regulations").

ARTICLE VI - ADDITIONAL MEMBERS

(i) The Members may admit to the Company additional Member(s) to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the Members, (ii) admission of any such Additional Member(s) requires the written consent of all Members, and (iii) any Additional Members are allocated gain, loss, income or expense by the method provided in these Regulations, and if no method is specified, then as may be permitted by Section 706(d) of the Code.

ARTICLE VII - CONTINUATION OF BUSINESS

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VIII - MANAGEMENT

The Company shall be managed by its Co-managing Members. The initial Co-managing members shall be Hal Paul and Paul D. Hetrick, and their business address is 1603 North Maryland Avenue, Platin City, Florida 33563. The signature of the Co-managing Members of the Company signing on behalf of the Company or the signature of a person designated as an officer of the Company under the Regulations may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the unanimous consent of the Members.

ARTICLE IX - OPERATING AGREEMENT

The Members of the Company shall hereafter adopt the Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of organization this 21st day of October, 2005.

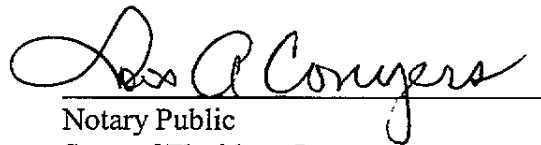

_____(SEAL)
HAL PAUL, As its Member

STATE OF FLORIDA
COUNTY OF POLK

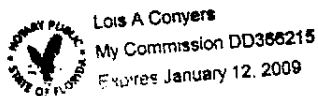
Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Hal Paul, who is personally known to me.

WITNESS my hand and official seal this 21st day of October, 2005, at Lakeland, Florida.

(NOTARIAL SEAL)



Notary Public
State of Florida at Large
My Commission Expires:



ACCEPTANCE

Having been named to accept service of process for the above-stated Company at the place designated as sated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 21st day of October, 2005.



HAL PAUL

05 NOV - 7 PM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED