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. CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Barhara + Palr	ner Brox	oks, XXC	Sec. 7
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			Art of Inc. File
			LTD Partnership File
			Foreign Corp. File
			L.C. File
			Fictitious Name File
			Trade/Service Mark
			Merger File
			Art. of Amend. File
			RA Resignation
			Dissolution / Withdrawal
			Annual Report / Reinstatement
			Cert. Copy
			Photo Copy
			Certificate of Good Standing
			Certificate of Status
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			Officer Search
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ARTICLES OF ORGANIZATION

FOR

BARBARA & PALMER BROOKS, LLC

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I-Name:

The name of the Limited Liability Company is:

BARBARA & PALMER BROOKS, LLC

ARTICLE II-Address:

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

11714 N. Rome Avenue Tampa, Florida 33612

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

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

BARBARA CARUTHERS BROOKS 11714 N. Rome Avenue Tampa, Florida 33612

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 obligations of my position as registered agent as provided for in Chapter 608, F.S.

Barbara Caruther Brooks
BARBARA CARUTHERS BROOKS



ARTICLE IV-Management

The Limited Liability Company is to be managed by one or more members and is, therefore, a member-managed company.

ARTICLE V-Managing Members(s):

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

Name and Address: Title:

MGRM BARBARA CARUTHERS BROOKS

> 11714 N. Rome Avenue Tampa, Florida 33612

MGRM H. PALMER BROOKS

> 11714 N. Rome Avenue Tampa, Florida 33612

ARTICLE VI-Effective Date:

This Limited Liability Company is to become effective upon listing of this certificate with the Secretary of State.

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.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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:

BARBARA & PALMER BROOKS, LLC

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

BARBARA CARUTHERS BROOKS 11714 N. Rome Avenue Tampa, Florida 33612

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 obligations of my position as registered agent as provided for in Chapter 608, F.S.

12/05/05 Date Barbara Correttor Brooks
BARBARA CARUTHERS BROOKS