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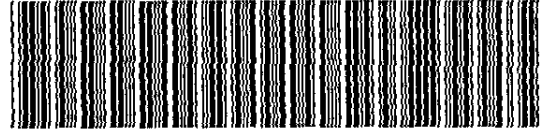
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN DEC 9 2005

Forizs & Dogali



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*BOARD CERTIFIED TAX LAWYER
*ADMITTED BEFORE THE IRS AND US TAX COURT
*ALSO ADMITTED IN NC
*ALSO ADMITTED IN NY
*ALSO ADMITTED IN CT

November 30, 2005

Via Federal Express

Division of Corporations
Registration Section
Attention: Mr. Lee Rivers III
409 East Gaines Street
Tallahassee, FL 32399

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2005 DEC -5 PM 4:08
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: SCHOEPLER & ASSOCIATES, LLC

Dear Mr. Rivers:

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

Andréa T. Tullo, Esq.
Forizs & Dogali, P.L.
4301 Anchor Plaza Parkway, Suite 300
Tampa, FL 33634

For further information concerning this matter, please call Andréa T. Tullo, Esq., at (813) 289-0700, ext. 295.

Sincerely,

Tiffany A. DiIorio
Tiffany A. DiIorio, Esq.

TAD/tad
Enclosures

**ARTICLES OF ORGANIZATION
OF
SCHOEPLER & ASSOCIATES, LLC**

The undersigned, being a natural person of at least 18 years of age and acting as the Organizer of the Limited Liability Company hereby being formed under Chapter 608 of the Florida Statutes, does hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

SCHOEPLER & ASSOCIATES, LLC

SECOND: The Limited Liability Company shall continue until the occurrence of an event set forth in the Operating Agreement which causes the termination of the Limited Liability Company.

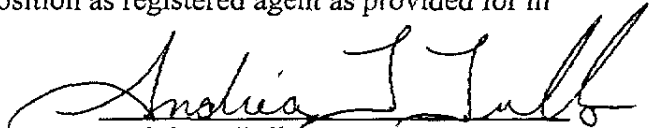
THIRD: The Limited Liability Company is organized for the following purposes:

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with Chapter 608 of the Florida Statutes, including all powers and purposes now and hereafter permitted by law to a limited liability company.

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TALLAHASSEE, FLORIDA

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 4301 Anchor Plaza Parkway, Suite 300, Tampa, Florida 33624, and the name of the initial registered agent of the Limited Liability Company to whom process may be sent in Florida at that address is Andréa T. Tullo.

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 certificat, 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 of the Florida Statutes.

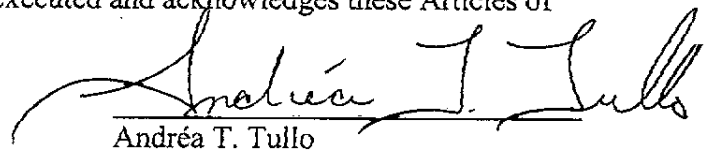

Andréa T. Tullo

FIFTH: The mailing address and principal office of the Limited Liability Company is 4100 West Kennedy Boulevard, Suite 328, Tampa, Florida 33609.

SIXTH: The Limited Liability Company is to be managed by the Managing Member(s). The names and address of the initial Managing Member(s) is/are: Detlef Schoeppler, 4100 West Kennedy Boulevard, Suite 328, Tampa, Florida 33609.

SEVENTH: The name and business address of the Organizer of the Limited Liability Company is: Andréa T. Tullo, 4301 Anchor Plaza Parkway, Suite 300, Tampa, Florida 33624.

IN WITNESS WHEREOF, the undersigned has executed and acknowledges these Articles of Organization on November 30, 2005.



Andréa T. Tullo
Organizer

Return to:
Andréa T. Tullo, Esq.
Forizs & Dogali, P.L.
4301 Anchor Plaza Parkway, Suite 300
Tampa, FL 33634

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