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EFFECTIVE DATE

03/01/06

TALLAHASSEE, FLORIDA

2006 FEB 27 PM 1:52

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J. BRYAN MAR - 1 2006

LAW OFFICE OF SUZANNE C. QUIÑÓNEZ, P.A.

2747 Blanding Boulevard, Suite 102
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Middleburg, FL 32068
Phone (904) 282-6022
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scquinonez@aol.com

February 23, 2006

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

FILED
2006 FEB 27 PM 1:52
TALLAHASSEE, FLORIDA

RE: Q-Pro, LLC
Articles of Organization

Dear Sir/Madam:

In connection with the above referenced matter, enclosed please find the original and one copy of the Articles of Organization together with check in the amount of \$155.00 as follows:

Filing Fee	\$ 100.00
Registered Agent Fee	25.00
Certified copy of Articles	<u>30.00</u>
Total	\$ 155.00

Please file the Articles and return a certified copy to this office.

Thank you for your assistance.

Sincerely,

LAW OFFICE OF
SUZANNE C. QUIÑÓNEZ, P.A.

Suzanne C. Quiñónez
Suzanne C. Quiñónez
For the Firm

SCQ:ddw
Enclosures
c: Michael A. Calder

ARTICLES OF ORGANIZATION
OF
Q-Pro, LLC

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ARTICLE I
Name of Company

Q-Pro, LLC

ARTICLE II
Business of Organization

The limited liability company may engage in the business of buying, remodeling, leasing, and selling real property, and may also engage in any other lawful activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
Principal Place of Business

EFFECTIVE DATE
03/01/06

The principal place of business of the limited liability company shall be: 1653 Waters Edge Drive, Orange Park, FL 32003, and the mailing address shall be P.O. Box 8420, Fleming Island, FL 32006.

ARTICLE IV
Duration

The existence of this limited liability company shall commence March 1, 2006, and thereafter it shall have perpetual existence.

ARTICLE V
Member-Managed Company

The limited liability company shall be managed by its members. The name and address of the initial members are: Michael A. Calder and Kevin T. English. Michael A. Calder shall be the managing member, unless otherwise provided in the Operating Agreement, if any. In the event that Michael A. Calder is deceased or unable to serve as the managing member, unless otherwise

provided in the Operating Agreement, Kevin T. English shall be the managing member.

ARTICLE VI
Organization, Control and Structure of Company

The organization, control and structure of the limited liability company, other than specified herein, shall be governed and controlled by the Operating Agreement entered by the initial members, as may be amended from time to time by the then existing members as set forth in said Operating Agreement.

ARTICLE VII
Registered Agent

The street address of the limited liability company's initial registered office is 1653 Waters Edge Drive, Orange Park, FL 32003 and the initial registered agent at that office is Michael A. Calder, whose acceptance is set forth at the end of these Articles.

ARTICLE VIII
Indemnification

The limited liability company shall indemnify its members and agents to the fullest extent permitted by law.

ARTICLE IX
Compensation

The members shall have the power to set the amount, if any, of the compensation to be paid to the members of the limited liability company.

ARTICLE X
Members' Right To Continue Business

Unless otherwise provided in the Operating Agreement, the death of a member shall not be an event causing termination of the limited liability company. The interest of a deceased member may be inherited or bequeathed or pass by operation of law and the recipient thereof shall become a member subject to the rights of the remaining member to elect to continue the business,

unless otherwise provided in the Operating Agreement. Unless otherwise provided in the Operating Agreement, the filing for bankruptcy by a member shall terminate the bankrupt member's interest in the limited liability company. The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by the unanimous vote of the remaining members; provided that there is at least one remaining member.

ARTICLE XI
Authorized Representative/ Member

The name and street address of the person signing these Articles of Organization as the authorized representative of the limited liability company and as a member are as follows:

<u>Name</u>	<u>Address</u>
Michael A. Calder	1653 Waters Edge Drive Orange Park, FL 32003

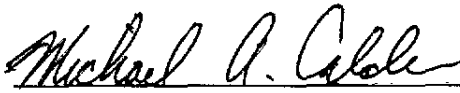
ARTICLE XII
Amendment

This limited liability company reserves the right to amend, alter, repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

The undersigned, being the authorized representative and one of the initial members of the limited liability company, for the purpose of forming a limited liability company to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles of Organization, hereby declaring and certifying that the facts herein stated are true, and

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accordingly, has hereunto set his hand and seal this 23 day of February, 2006.



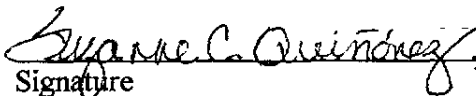
Michael A. Calder

Authorized Representative/Member

STATE OF FLORIDA)
)ss.
COUNTY OF CLAY)

On this 23rd day of February, 2006, personally appeared before me **Michael A. Calder**, party to the foregoing Articles of Organization of Q-Pro, LLC, () who is well known to me or who produced FL DL C436-541-58-384-0 as identification and who did not take an oath, and who acknowledged said Articles to be her act and deed.

NOTARY PUBLIC


Signature

SUZANNE C. QUINONEZ
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD414871
EXPIRES 4/4/2009
BONDED THRU 1-888-NOTARY1

Suzanne C. Quinonez
Typed, Printed, or Stamped
State of Florida at Large
My Commission expires:

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CLAY COUNTY, FLORIDA

Acceptance of Registered Agent

The undersigned, Michael A. Calder, states that he is a resident of the State of Florida, that he hereby accepts appointment as registered agent of Q-Pro, LLC, and further states that he is familiar with, and accepts, the obligations of such position.

Dated and signed this 23 day of February, 2006.


Michael A. Calder