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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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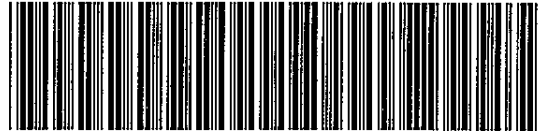
(Business Entity Name)

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MICHAEL D. TANNENBAUM
Attorney at Law
2161 PALM BEACH LAKES BLVD.
SUITE 304
WEST PALM BEACH, FLORIDA 33409
Telephone (561) 471-1406
Fax (561) 683-7551

April 11, 2006

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

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RE: BUSBEY, LLC

Dear Sir/Madam:

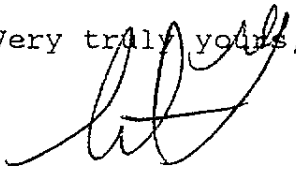
Enclosed please find an original and one (1) copy of the **Articles of Organization** on the above-referenced limited liability company. Also enclosed my check in the amount of \$155.00 made payable to "Florida Secretary of State" covering the following charges:

Filing Fee	\$100.00
Certified Copy	30.00
Registered Agent Designation	<u>25.00</u>
Total	\$155.00

Please forward a certified copy to me at the above address.

If you should have any questions, please feel free to contact me.

Very truly yours,


MICHAEL D. TANNENBAUM

MDT/cd

Encl.

**ARTICLES OF ORGANIZATION
OF
BUSBEY, LLC**

These Articles of Organization of BUSBEY, LLC (the "Company"), have been duly executed and are being filed by the undersigned member to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

**ARTICLE I
NAME**

The name of the limited liability company formed hereby is BUSBEY, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office is 780 Lagoon Drive, North Palm Beach, FL 33408.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent and registered office of the Company is Donna Marie Busbey, 780 Lagoon Drive, North Palm Beach, FL 33408.

**ARTICLE IV
MANAGEMENT**

The Company is to be a manager-managed company as set forth in its Operating Agreement. The management of the business and affairs of the Company shall be vested in a Board of Managers.

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**ARTICLE V
DURATION**

The Company shall have a perpetual existence commencing on the date of the filing of these Articles of Organization with the Department of State

**ARTICLE VI
MEMBERSHIP INTERESTS**

Membership interests in the Company shall be composed of units of interest ("Units"). The number of Units to be issued upon any combination shall be solely within the discretion of the Board of Managers, and no restatement of the value of the previous contributions shall occur upon the issuance of new Units. Each Unit shall be identical to every other unit with respect to financial and governance rights. Except as provided by the Board of Managers, each Unit shall have one vote on all matters to be voted upon by the members and shall have equal rights and preferences in all other matters. There shall be no limitation on the authorized number of Units which may be issued by the Board of Managers.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on MARCH 16, 2006.

MEMBERS

BUSBY FAMILY TRUST dated
May 17, 1994


L. JAMES BUSBEY, Trustee


DONNA MARIE BUSBEY, Trustee

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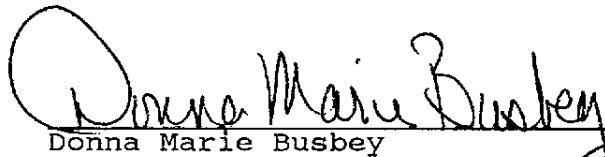
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the limited liability company is BUSBEY, LLC.
2. The name and Florida street address of the registered agent and office are:

Donna Marie Busbey
780 Lagoon Drive
North Palm Beach, FL 33408

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


Donna Marie Busbey

MARCH 16, 2006

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