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Dennis J. Bessey
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Reply to Punta Gorda, Fl.

Email: dennisjbessey@yahoo.com

April 20, 2006

Registration Services
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

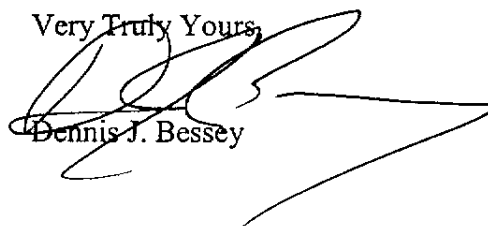
Re: Walnut Grove, LLC

To whom it may concern,

Enclosed is a check made payable to the Florida Department of State in the amount of \$130.00 for the Filing Fee and Certificate Status for Walnut Grove, LLC.

In the event you have and questions or comments, please call me at 941-628-6947.

Very Truly Yours,


Dennis J. Bessey

Articles of Organization

Of

WALNUT GROVE, LLC

The undersigned, as the authorized representative of the initial member of Walnut Grove, LLC, a Florida limited liability company (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

Article I – Name

The name of this Company is:

Walnut Grove, LLC

Article II– Principal Office

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

265 East Marion Avenue
Suite #119
Punta Gorda, FL 33950

Article III– Duration

The Company shall commence its existence upon the filing of these Articles of Organization with the Secretary of the State of Florida. The Company shall have perpetual existence.

Article IV - Management

The Company shall be managed by the Manager and is, therefore, a Manager-managed company. The Managers need not be Members of the Company. The name and address of the initial Manager is:

Roger J. Kress
265 East Marion Avenue
Suite 119
Punta Gorda, FL 33950

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STATE OF FLORIDA

Article V – Admission of Additional Members

The Company may admit additional Members, with the approval of the Members, in accordance with the terms of the Operating Agreement of the Company.

Article VI – Limitation on Agency Authority of Members

No Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

Article VII – Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

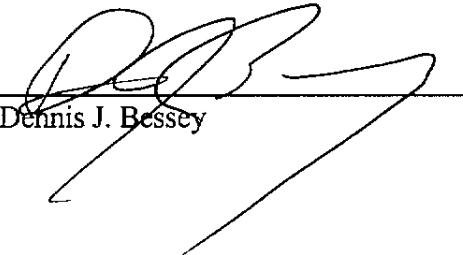
Dennis J. Bessey, Esquire
1920 Virginia Avenue
Unit 102
Ft Myers, Florida 33901

Article VIII – Amendment

These Articles of Organization may be amended or repealed upon the unanimous approval of then existing Members of the Company.

In Witness Whereof, the undersigned has executed the foregoing Articles of Organization as the authorized representative of the initial Member of the Company as of this 20th day of April, 2006.

Authorized Representative:


Dennis J. Bessey

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida Statutes:

Having been appointed registered agent of Walnut Grove, LLC, in its Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

By: 

Dennis J. Bessey
Attorney at Law
Fl Bar 0488372
1920 Virginia Avenue
Unit #102
Ft. Myers, Florida 33901

Dated: April 20, 2006