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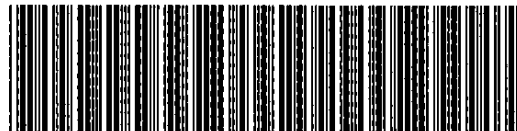
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**CAPITAL CONNECTION, INC.**

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

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*Behrens Investment Group, LLC*

- ☐ 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 \_\_\_\_\_
- ☐ Certificate of Fictitious Name \_\_\_\_\_
- ☐ Corp Record Search \_\_\_\_\_
- ☐ Officer Search \_\_\_\_\_
- ☐ Fictitious Search \_\_\_\_\_
- ☐ Fictitious Owner Search \_\_\_\_\_
- ☐ Vehicle Search \_\_\_\_\_
- ☐ Driving Record \_\_\_\_\_
- ☐ UCC 1 or 3 File \_\_\_\_\_
- ☐ UCC 11 Search \_\_\_\_\_
- ☐ UCC 11 Retrieval \_\_\_\_\_
- ☐ Courier

Signature \_\_\_\_\_

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Name

Date

Time

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**ARTICLES OF ORGANIZATION (W/O REGULATIONS) FOR  
BEHRENS INVESTMENT GROUP, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

1. Name. The name of this Company shall be BEHRENS INVESTMENT GROUP, LLC.
2. Duration/Continuation. The period of this Company's duration shall be perpetual, unless terminated by the Managing Member. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member, the business of the Company may be continued by the Managing Member or his successor in interest.
3. Purpose(s). The purposes for which this Company is being formed is to engage in any activities or business permitted for this Company under the laws of the State of Florida.
4. Address and Principal Office. The mailing address of the principal office of the Company is 977 Griffin Shores Drive, Ocean Palms Subdivision, St. Augustine, Florida 32080 and the street address of the principal office of the Company is 977 Griffin Shores Drive, Ocean Palms Subdivision, St. Augustine, Florida 32080 .
5. Registered Agent, Registered Office and Registered Agent's Signature. The name and Florida street address of the initial registered agent are:

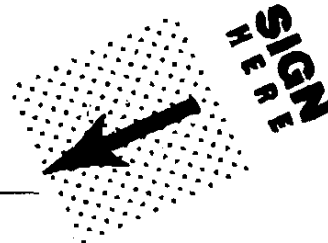
William Behrens  
977 Griffin Shores Drive  
Ocean Palms Subdivision  
St. Augustine, Florida 32084

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 for in

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Chapter 608, F. S.

  
Resident Agent's Signature



6. Management of Company. The business of the Company shall be managed by its sole Managing Member, William Behrens

The names and addresses of the members are as follows:

<u>Name</u>	<u>Address</u>	<u>Membership Interest</u>
William Behrens, Managing Member	977 Griffin Shores Drive, Ocean Palms Subdivision, St. Augustine, FL 32080	51%
Patricia A. Behrens, Member	977 Griffin Shores Drive, Ocean Palms Subdivision, St. Augustine, FL 32080	49%

7. Admission of Additional Member and Terms and Conditions of Such Admissions: Additional members may be admitted upon the approval of the Managing Member of the Company, upon the written application of such new member, on the terms and conditions determined by the Managing Member.

8. Adoption and Amendment of Regulations. The power to adopt, alter, amend or repeal Regulations for this Company shall be vested in the Managing Member of the Company which authority shall be exercised in accordance with these articles and the Regulations of this Company, if and when adopted.

9. Organizer(s). The name and address of the organizer executing these Articles of Organization is as follows:

<u>Name</u>	<u>Address</u>
William Behrens	977 Griffin Shores Drive Ocean Palms Subdivision St. Augustine, FL 32080

10. Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form as is prescribed by the Secretary of the State Division of Corporations, State of Florida and shall contain such terms and provisions that are consistent with

Chapter 608, Florida Statutes, as amended, and shall be signed and sworn to by all members of the Company. In the event a new member is added by any such amendment, it shall also be signed by the member to be added.

11. Informal Action of Managing Member. Any action of the Managing Member may be taken without a meeting if in a writing setting forth the action so taken which shall be signed by Managing Member and same is filed with the Company's records.

12. Contracting Debt. Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this Company except upon approval of the Managing Member.

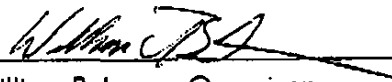
13. Transferability of Member's Interest. The transferability of an interest of a member of this Company is restricted. Such interest may be transferred or assigned only upon the consent of the Managing Member and/or in the manner provided in an Operating Agreement, if such an agreement is made.

14. Compensation of Member/Employees. A member who is also an employee of the Company shall be entitled to compensation in the manner and amount established by the Managing Member.

15. Profits and Losses. Each member's share of profits and losses shall be apportioned by the Managing Member at his sole discretion.

16. Effective Date. The effective date of the Company is the filing date.

IN WITNESS WHEREOF, the undersigned Organizer has hereunto set his hand and seal this 20<sup>th</sup> day of July, 2006. In accordance with Section 608.408(3), Fla. Stat., the execution of this document constitutes an affirmation under penalty of perjury that the facts stated herein are true.

  
\_\_\_\_\_  
William Behrens, Organizer  
Manager/Member

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared William Behrens, as Organizer (Manager/Member) of the Company, to me known to be the person or who provided \_\_\_\_\_ as identification who executed the foregoing Articles of Organization and he acknowledged to and before me that he executed such instrument and that the facts stated therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20<sup>th</sup> day of July, 2006.

Mary E. Horn

Notary Public, State of Florida

Mary E. Horn

Type or print Notary's name

My Commission Expires



**Mary E. Horn**

Commission # DD343635

Expires September 7, 2008

DESIGNED BY PAT & MARY, INC. 800-385-7019

Terms of Articles of Organization acknowledged and accepted.

Patricia Behrens

By: Patricia Behrens

Its: Member

Date: July 20<sup>th</sup>, 2006