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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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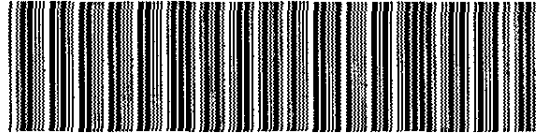
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ballast Point Group LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Darian W. Johnson, President
(Name of Person)

Sembler Investments, Inc
(Firm/Company)

11300 Fourth Street North, Suite 200
(Address)

St. Petersburg, FL 33716
(City/State and Zip Code)

For further information concerning this matter, please call:

Darian W. Johnson at (727) 577-5522
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee & Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed) |
|--|---|---|--|

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
BALLAST POINT GROUP LLC**

The undersigned, acting as the authorized representative, hereby executes the Articles of Organization BALLAST POINT GROUP LLC, a limited liability company (the "Company") for the purpose of forming a limited liability company in accordance with the Chapter 608, Florida Statutes as follows:

ARTICLE I

Name

The name of this Company shall be: BALLAST POINT GROUP LLC.

ARTICLE II

Place of Business

The principal place of business and mailing address of this Company shall be 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716, and such other place or places as may be designated from time to time according to the Operating Agreement of this Company.

ARTICLE III

Registered Agent and Office

The registered agent for this Company shall be Sembler Investments, Inc., 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716.

ARTICLE IV

Purpose

The purpose of the Company shall be to transact any business or carry on and perform any activity for which a limited liability company may be formed under the laws of the State of Florida.

ARTICLE V

Management

This limited liability company shall be managed by its members or by officers as appointed pursuant to the Operating Agreement of this Company.

By: _____

Darian W. Johnson, President

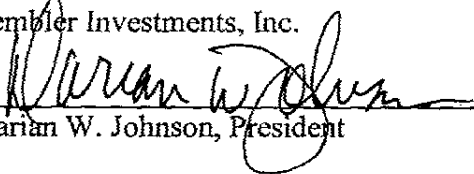
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**ACCEPTANCE OF
REGISTERED AGENT OF
BALLAST POINT GROUP LLC**

Having been named Registered Agent and designated to accept service of process for the above-stated limited liability Company, at 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative 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, F.S.

Sembler Investments, Inc.

Dated: 8/2/06

By: 
Darian W. Johnson, President

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TALLAHASSEE, FLORIDA