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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Merritt and Newton Group, LLC

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**ARTICLES OF ORGANIZATION
OF
MERRITT AND NEWTON GROUP, LLC**

The undersigned organizer, who is a Co-Managing Member of MERRITT AND NEWTON GROUP, LLC (the "Company"), under the Florida Limited Liability Company Act, adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is MERRITT AND NEWTON GROUP, LLC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the Company is 1186 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is Matthew Merritt, 1186 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization as of the 1st day of September, 2006.




Matthew Merritt, Member

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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for Merritt and Newton Group, LLC, at the place designated in the Articles of Organization, Matthew Merritt, hereby accepts the appointment as registered agent and agrees to act in this capacity. Matthew Merritt, further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties; and Matthew Merritt, accepts the obligations of his position as registered agent as provided for in Chapter 608, F.S.


Matthew Merritt

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