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LEO ROSE, JR. (1917 - 1998)
CATCHINGS THERREL (1890 - 1971)
MILTON WEISS (1913 - 1980)

OF COUNSEL
SETH E. ELLIS

August 16, 2007

BOCA RATON OFFICE
2385 EXECUTIVE CENTER DRIVE
SUITE 190
BOCA RATON, FLORIDA 33431

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

**Re: P.A. SMITH INVESTMENT MANAGEMENT, LLC;
P.A. HOMESTEAD, LLC;
P.A. CAPE CORAL, LLC;
P.A. RANCH PROPERTY, LLC; and
P.A. SMITH INVESTMENT GROUP, LTD.
File No.: 207266**

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Gentlemen:

Enclosed herein are original Articles of Organization for the captioned limited liability companies and original Certificate of Limited Partnership document for the captioned limited partnership. We enclose checks to cover the following costs:

Filing Fee for Limited Liability Company	\$100.00
Registered Agent Designation	25.00
Certificate of Status	<u>5.00</u>
Total for Limited Liability Company	\$130.00
Total for four (4) LLCs	<u>\$520.00</u>
Filing Fee for Limited Partnership	\$965.00
Registered Agent Designation	35.00
Certified Copy under Seal	<u>52.50</u>
Total for Limited Partnership	<u>\$1,052.50</u>

Please return the certified copy and certificate of status with your recording date acknowledging the filing of the documents to the undersigned.

PLEASE BE SURE TO FILE THE LIMITED LIABILITY COMPANIES PRIOR TO FILING THE LIMITED PARTNERSHIP.

With kindest regards,

Very truly yours,

THERREL BAISDEN, P.A.

By: 

Mark M. Hasner

MMH:ag

Encl.

cc: Perry Smith

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THERREL BAISDEN, P.A.

ARTICLES OF ORGANIZATION
FOR
P.A. SMITH INVESTMENT MANAGEMENT, LLC

ARTICLE I
Name

The name of the Limited Liability Company is P.A. SMITH INVESTMENT MANAGEMENT, LLC.

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 8101 S.W. 66th Terrace, Miami, FL 33143.

ARTICLE III
Duration

This limited liability company shall have a perpetual existence.

ARTICLE IV
Registered Agent

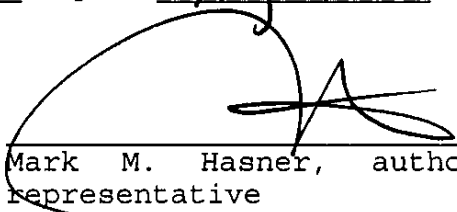
The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is Mark M. Hasner, Esq.

ARTICLE V
Manager-Managed Company

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

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TALLAHASSEE, FLORIDA

The undersigned authorized representative of the members of
P.A. SMITH INVESTMENT MANAGEMENT, LLC, hereby executes these
articles of organization on this 16th day of August, 2007.



Mark M. Hasner, authorized
representative

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

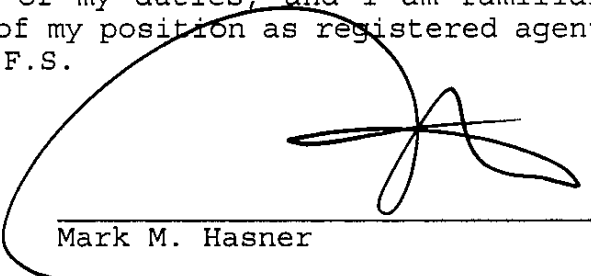
1. The name of the Limited Liability Company is **P.A. SMITH INVESTMENT MANAGEMENT, LLC.**
2. The name and the Florida street address of the registered agent and office are:

Mark M. Hasner, Esquire
Therrel Baisden, P.A.
SunTrust International Center
One S.E. 3rd Avenue, Suite 2950
Miami, Florida 33131

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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 Chapter 608, F.S.



Mark M. Hasner

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