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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Anspach & Associates, PLLC

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**ARTICLES OF ORGANIZATION OF ANSPACH & ASSOCIATES, PLLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, in accordance with the Florida Professional Services Corporation and Limited Liability Company Act, Florida Statutes Chapter 621, being authorized, hereby makes, executes, acknowledges, and files these Articles of Organization:

ARTICLE I — NAME:

The name of the Professional Limited Liability Company is:
ANSPACH & ASSOCIATES, PLLC.

ARTICLE II — ADDRESS:

The mailing address and street address of the principal office of the professional limited liability company is:

9130 Galleria Court, Suite 324
Naples, FL 34109

ARTICLE III — DURATION & PURPOSE:

The period of duration for the professional limited liability company shall be perpetual. The general purposes for which this Company is organized shall be to render professional accounting and certified public accounting (CPA) services customarily performed by a licensed CPA. It shall be permitted to engage in the transaction of any and all business activities permitted under the laws of Florida and the United States of America. In furtherance of its company purposes, the Company shall have all of the general and specific powers and rights granted to and conferred on a professional services limited liability company by the Professional Services Corporation and Limited Liability Company Act.

ARTICLE IV — MANAGEMENT:

The professional limited liability company is to be managed by the members and the name and address of the initial managing member is:

Ann R. Anspach, MGRM
9130 Galleria Court, Suite 324
Naples, FL 34109

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ARTICLE V — ADMISSION OF ADDITIONAL MEMBERS:

The members shall have the right to admit additional members and the terms and conditions of the admissions shall only be by consent of a majority of the members. A member may transfer his or her interest subject to the terms of certain Buy Sell Agreements or other Member Agreements in effect for this PLLC, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company other than the member proposing to dispose of his/her interest approve of the proposed transfer by written consent. No one other than a licensed CPA in good standing may be a member.

ARTICLE VI — MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the professional limited liability company shall have the right to continue the business on 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 in the limited liability company which shall be determined by consent of a majority of the members.

ARTICLE VII — EFFECTIVE DATE

The term of this company shall be effective on the date of filing with the Florida Secretary of State.

ARTICLE VIII - RESIDENT AGENT

The name of the initial registered agent and the Florida street address of the registered agent and office shall be:

Arlene F. Austin
700 11TH Street South, Suite 102
Naples, FL 34102

IN WITNESS WHEREOF, the undersigned have signed these Articles of Organization and acknowledged them to be their free act on this 22nd day of October, 2007.


Ann R. Anspach, MGR/M.

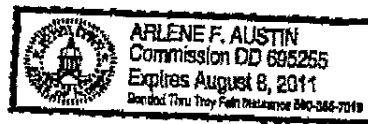
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State of Florida
County of Collier

On October 22, 2007, Ann R. Anspach, who is personally known to me [XX], or has produced a Florida driver's license as identification [], personally appeared before me at the time of notarization, and acknowledged signing these Articles of Organization of ANSPACH & ASSOCIATES, PLLC, a Florida Professional Limited Liability Company.



Notary Public: Arlene F. Austin
Commission Expiration Date



Commission Number:

(SEAL)

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES,
THE UNDERSIGNED PROFESSIONAL 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 professional limited liability company is: Anspach & Associates, PLLC.
2. The name and the Florida street address of the registered agent and registered office are:

Arlene F. Austin
700 11th Street South, Suite 102
Naples, FL 34102

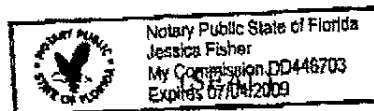
Having been named as registered agent and to accept service of process for the above stated professional limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions 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


Arlene F. Austin, Esq.
Registered Agent

State of Florida
County of Collier

On October 23, 2007, Arlene F. Austin, designated above as the individual who shall serve as the initial registered agent for Anspach & Associates, PLLC, who is personally known to me [XX], or produced a Florida driver's license as identification, personally appeared before me at the time of notarization.


Notary Public: Jessica Fisher
State of Florida



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