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FLORIDA/FOREIGN LIMITED LIABILITY CO.

TrustWell Financial Advisors, LLC

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**ARTICLES OF ORGANIZATION
OF
TRUSTWELL FINANCIAL ADVISORS, LLC**

The undersigned organizer, who is the authorized representative of TrustWell Financial Advisors, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is TrustWell Financial Advisors, LLC.

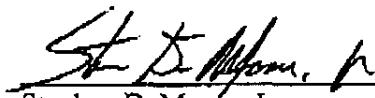
ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office and mailing address of the Company are 8825 Perimeter Park Boulevard, Suite 304, Jacksonville, FL 32216.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are D. Gary Williams, 8825 Perimeter Park Boulevard, Suite 304, Jacksonville, FL 32216.

IN WITNESS WHEREOF, the undersigned authorized representative has executed the foregoing Articles of Organization on the 10th day of December, 2007.



Stephen D. Moore, Jr.
Authorized Representative

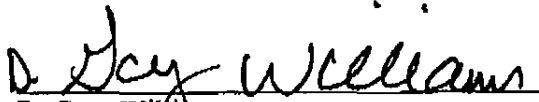
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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, TRUSTWELL FINANCIAL ADVISORS, LLC, A FLORIDA 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 TrustWell Financial Advisors, LLC.
2. The name and the Florida street address of the registered agent and office are D. Gary Williams, 8825 Perimeter Park Boulevard, Suite 304, Jacksonville, FL 32216.

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, D. Gary Williams hereby accepts the appointment as registered agent and agrees to act in this capacity. D. Gary Williams further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, F.S.


D. Gary Williams

Date: December 9, 2007

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