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EXAMINER

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TALLAHASSEE, FLORIDA

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1/1/08

BIRD & LEINBACK

T. BUCKINGHAM BIRD+
BRUCE A. LEINBACK*
PAULA M. SPARKMAN+

ATTORNEYS AND COUNSELORS AT LAW
1820 MICCOSUKEE COMMONS DRIVE
TALLAHASSEE, FLORIDA 32308

165 E. DOGWOOD STREET
MONTICELLO, FL 32344
TELEPHONE (850) 997-3503
FACSIMILE (850) 997-7109

*ALSO ADMITTED IN WASHINGTON, D.C.
+Resident in Monticello Office

TELEPHONE (850) 942-9700
FACSIMILE (850) 942-2228

December 31, 2007

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA HAND DELIVERY

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
Attn: Bureau of Commercial Recording

Re: Bird & Leinback of Tallahassee, P.L.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above referenced Professional Limited Liability Company, along with check # 3840 in the amount of \$125.00 to cover the cost of recording.

Please return the copy of the Articles in the enclosed envelope.

Should you have any questions, please contact me at 942-9700.

Sincerely,



Bruce A. Leinback

BAL/afm

Enclosures

EFFECTIVE DATE 1/1/08

**ARTICLES OF ORGANIZATION
OF
BIRD & LEINBACK OF TALLAHASSEE, P.L.**

The Articles of Organization following are adopted for the purpose of organizing a Company under the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, and Chapter 608, Florida Statutes.

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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the Professional Limited Liability Company (here in after referred to as the "Company") shall be **BIRD & LEINBACK OF TALLAHASSEE, P.L.**

**ARTICLE II
ADDRESS; PRINCIPAL OFFICE**

The mailing address of the Company and the street address of the principal office is 1820 Miccosukee Commons Drive, Tallahassee, Florida 32308.

**ARTICLE III
DURATION; EFFECTIVE DATE**

The Company shall exist for a period commencing as of the later of January 1, 2008 or the date on which these Articles of Organization are filed with the State of Florida Department of State, and terminating upon the occurrence of any of the events specified in section 608.441, Florida Statutes.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the company is 1820 Miccosukee Commons Drive, Tallahassee, FL 32308 and the name of its initial registered agent at such address is Bruce A. Leinback.

**ARTICLE V
PURPOSE**

The Company is organized for the following purposes:

- A. To engage in every aspect of the practice of law and the performance of services ancillary thereto.

- B. To render professional services in connection with the practice of law by and through its members, officers, employees, and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Florida.
- C. To own real and personal property necessary for the rendering of professional services authorized under these Articles of Organization.
- D. To invest its funds in real estate, mortgages, stocks, bonds and any other types of investments permitted by law.
- E. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the above described purposes, either alone or in association with others, including matters incidental or pertaining to, or connected with such purposes, provided the same shall not be inconsistent with the laws of the State of Florida.

ARTICLE VI MANAGEMENT

The following person shall serve as the Company's initial manager and shall serve until the first annual meeting of the membership or until his successor is elected and qualified:

Bruce A. Leinback
1820 Miccosukee Commons Drive
Tallahassee, FL 32308

Thereafter, the Company will be managed by a manager or managers elected annually, as provided in the regulations of the Company.

ARTICLE VII RESTRICTIONS ON MEMBERSHIP; RIGHT TO ADMIT ADDITIONAL MEMBERS

Individual members of this Company must be licensed to practice law in the State of Florida. The shareholders of any member that is a professional service corporation and the members of any member that is a professional limited liability company and individual partners of any partnership that is a member must each be licensed to practice law in the State of Florida. Existing members shall have the right to admit new members by consent of members representing eighty percent (80%) of the ownership interest in this Company. Contributions required of new members shall be determined as of the time of admission to the Company in accordance with the Regulations.

A member's interest in the Company may not be sold or otherwise transferred except to a person licensed to practice law in the State of Florida, with written consent of members representing eighty percent (80%) of the ownership interests in this Company, and in accordance with the Regulations of this Company.

ARTICLE VIII CONTINUATION

Upon the death, retirement, resignation, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this Company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

ARTICLE IX REGULATIONS

The members of this Company shall have the power to adopt, alter, amend, or repeal Regulations which may contain any provisions for the regulation and management of the affairs of this Company that are not inconsistent with applicable law or these Articles of Organization.

ARTICLE X AMENDMENT

These Articles of Organization may be amended by a vote of members representing eighty percent (80%) of the ownership interest in this Company.

The undersigned hereby certifies that the foregoing constitutes the Articles of Organization of Bird & Leinback of Tallahassee, P.L.

Executed by the undersigned on December 31, 2007



Bruce A. Leinback
Company Organizer/ Initial Manager

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT AND
ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 608.415, Florida Statutes, I accept the appointment as Registered Agent and I agree to act in that capacity for the above Professional Limited Liability Company. I am familiar with and accept the obligations of Registered Agent under Section 608.415, Florida Statutes, and I will comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 31st day of December 2007.


BRUCE A. LEINBACK
REGISTERED AGENT