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LORIDA/FOREIGN LIMITED LIABILITY CO.

KB's Walter Group, LLC

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EXAMINER

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ARTICLES OF ORGANIZATION OF KB's WALTER GROUP, LLC

The undersigned adopts the following Articles of Organization for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act.

ARTICLE I Name

The name of the limited liability company is KB's Walter Group, LLC (the "Company").

ARTICLE II Principal Office

The street address and mailing address of the Company's principal office is 881 White Eagle Circle, St. Augustine, Florida 32086.

ARTICLE III Term of Existence

The Company is to exist perpetually.

ARTICLE IV Initial Registered Office and Registered Agent

The street address of the Company's initial registered office is 881 White Eagle Circle, St. Augustine, Florida 32086, and the name of the registered agent for service of process at that address is William R. Walter.

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ARTICLE V **Admission of New Members**

The members shall have such rights to admit new members as provided in the Operating Agreement.

ARTICLE VI Continuity of Business

The members shall have such rights to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member as may be provided in the Operating Agreement.

ARTICLE VII Management

The Company shall be a manager managed company. The initial manager(s) shall be:

NAME

ADDRESS

William R. Walter

881 White Eagle Circle St. Augustine, Florida 32086

Karen D. Walter

881 White Eagle Circle St. Augustine, Florida 32086

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this ______ day of March, 2008.

STATE OF FLORIDA COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this 27° day of March, 2008, by William R. Walter, who (\leq) is personally known to me or (\leq) has produced a valid driver's license as identification.

STATE OF FLORIDA COUNTY OF ST. JOHNS

produced a valid driver's license as identification.



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 relative 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.

William R. Walter

ON MAR 28 AM 8:51