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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 APR 22 PM 12:39

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**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Barbara Pearson Public Adjuster, L.L.C.

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

James E. Willis, Attorney at Law  
1100 Fifth Ave. S., Suite 409  
Naples, FL 34102

For further information concerning this matter, please call:

James E. Willis, Esq. at (239) 435-0094

Enclosed is a check for the following amount: \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION**  
**OF**  
**BARBARA PEARSON PUBLIC ADJUSTER, LLC**

**ARTICLE I**  
**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this limited liability company shall be BARBARA PEARSON PUBLIC ADJUSTER, LLC, and the mailing address and street address of its principal office shall be 4255 Gulf Shore Blvd. N., Apt. 106, Naples, Florida 34103, but it shall have the power and authority to establish branch offices at any other place or places as the Members may designate.

**ARTICLE II**  
**PURPOSE AND POWERS**

This limited liability company is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida and shall have all of the powers authorized by the State of Florida for limited liability companies but shall remain subject to statutes and regulations of the laws of the State of Florida for regulating and controlling business.

**ARTICLE III**  
**MANAGEMENT**

The Limited Liability Company is to be managed by the members and is, therefore, a member-managed company. The number of Managers shall be determined by the Operating Agreement as adopted in writing by the membership. The initial numbers of member managers is one. The company shall be managed by said Manager or Managers in accordance with an Operating Agreement adopted by the members for the management of the business and affairs of the company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial Member Manager of the company are:

Barbara Pearson  
4255 Gulf Shore Blvd N., Apt 106, Naples, Florida 34103.

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Instruments and documents for the acquisition, mortgage, deposition, conveyance, lease, sale or transfer of the personal property or real property of this limited liability company may be executed on its behalf by one or more Managers.

#### **ARTICLE IV -- Limitation on Agency Authority of Members:**

Pursuant to Section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member. The Company is managed exclusively by the Member Manager or Member Managers.

#### **ARTICLE V -- Operating Agreement**

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members. The Operating Agreement may provide for and regulate different classes of membership interests, which may consist of having voting and non-voting interests, and/or membership interests with different priorities at time of dissolution and distribution.

No member may assign any part or all of his interest, voluntarily or involuntarily, without the consent of the Manager(s) and of the non-assigning members which consent is given in accordance with the terms of the Operating Agreement and Article VI hereinafter set forth.

#### **ARTICLE VI -- Initial Member and Admission of New Members**

The subscribing initial members of the Limited Liability Company is as follows:

Barbara Parson  
4255 Gulf Shore Blvd. N. Apt. 106, Naples, Florida 34103.

Except as set forth in the Operating Agreement, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. No member may assign any part or all of his interest, voluntarily or involuntarily, without the consent of a majority of the Manager(s) and a majority in interest of the other non-assigning members which consent is given in

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accordance with the terms of the Operating Agreement. 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 said member's interest approve of the proposed transfer by written consent.

**ARTICLE V**  
**DURATION**

The company shall terminate on December 31, 2038, or at such earlier date as provided in the Operating Agreement. Subsequent to said termination date the Manager shall engage in only such matters as is reasonably required to liquidate the affairs of the Limited Liability Company

**ARTICLE VI**  
**AMENDMENT**

These Articles may be amended by a vote of a majority in interest of the voting Members.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

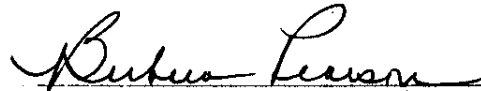
The street address of the initial registered office of this limited liability company is 4255 Gulf Shore Blvd. N. Apt. 106, Naples, Florida 34103, and the name of the company's initial registered agent for service of process at that address is Barbara Pearson.


*[THE BALANCE OF THIS PAGE INTENTIONALLY LEFT BLANK.]*

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The undersigned, being the original Members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of BARBARA PEARSON PUBLIC ADJUSTER, LLC.


Executed by the undersigned on April 21, 2008.

  
Barbara Pearson, Member

  
Barbara Pearson, Member-Manager

**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 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, Florida Statutes.

  
Barbara Pearson, Registered Agent

Dated: April 21, 2008

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