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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

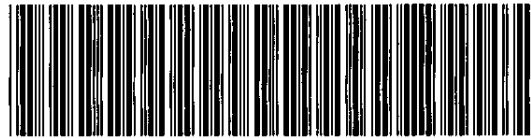
(Business Entity Name)

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STATE DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

08 MAY - 8 AM 8:36

FILED

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2008 MAY - 8 PM 1:48
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

B. KOHR

MAY 9 2008

EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: ASHLEY SMITH

DATE: 05-08-2008

REF. #: 000447.86638

CORP. NAME: HILL & HILL ADVISORS, LLC

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08 MAY -8 AM 8:36
TALLAHASSEE, FLORIDA

- ARTICLES OF INCORPORATION ARTICLES OF AMENDMENT ARTICLES OF DISSOLUTION
- ANNUAL REPORT TRADEMARK/SERVICE MARK FICTITIOUS NAME
- FOREIGN QUALIFICATION LIMITED PARTNERSHIP LIMITED LIABILITY
- REINSTATEMENT MERGER WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- OTHER:

STATE FEES PREPAID WITH CHECK# 525993 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- CERTIFIED COPY CERTIFICATE OF GOOD STANDING PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

HILL & HILL ADVISORS, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the Company shall be: **HILL & HILL ADVISORS, LLC**

**ARTICLE II
ADDRESS AND PLACE OF BUSINESS**

The address of the principal office and the mailing address of this Company shall be:

PRINCIPAL OFFICE

3516 Shoreline Circle
Palm Harbor, Florida 34684

MAILING ADDRESS

3516 Shoreline Circle
Palm Harbor, Florida 34684

**ARTICLE III
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE IV
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE V
MANAGEMENT**

All powers of the Company shall be exercised by or under the authority of the managers and, except as otherwise provided in the operating agreement of the Company, if any ("Operating Agreement"), the business and affairs of the Company shall be managed by or under the direction of the managers. The member(s) may appoint one or more managers and grant them such authority as specifically provided by statute or by the Operating Agreement.

**ARTICLE VI
OPERATING AGREEMENT**

The member(s) of the Company may adopt an operating agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as the "Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

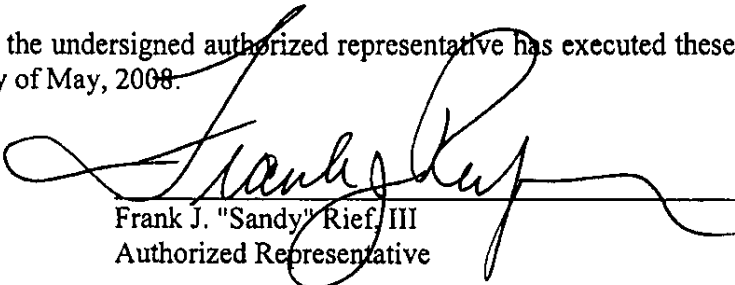
**ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is **515 East Park Avenue, Tallahassee, Florida 32301**, and the name of its initial registered agent is **CorpDirect Agents, Inc.** The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE VIII
ACKNOWLEDGMENT**

The member(s) of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of HILL & HILL ADVISORS, LLC. These Articles of Organization may be amended from time to time by consent of the member(s) holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 8th day of May, 2008.


Frank J. "Sandy" Rief, III
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **HILL & HILL ADVISORS, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations set forth in Section 608.415, Florida Statutes.

EXECUTED this 8th day of May, 2008.

	<p>CorpDirect Agents, Inc.</p> <p>By: <u>Katie Wonsch</u></p> <p>Print Name: <u>Katie Wonsch</u></p> <p>Print Title: <u>Assistant Secretary</u></p>
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