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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

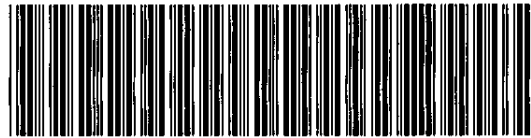
(Business Entity Name)

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05/08/08--01032--022 \*\*155.00

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

FILED  
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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08 MAY -8 AM 8:36  
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.

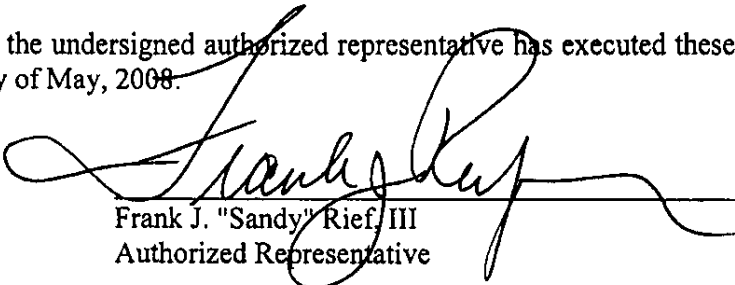
**ARTICLE VII  
REGISTERED OFFICE AND REGISTERED AGENT**

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 8<sup>th</sup> day of May, 2008.

  
Frank J. "Sandy" Rief, III  
Authorized Representative

**ACCEPTANCE BY REGISTERED AGENT**

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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 8<sup>th</sup> 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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