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Division of Corporations

FAX No. (850) 347-3333

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Florida Department of State
Division of Corporations
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From:

Account Name : EMMANUEL SHEPPARD & CONDON
Account Number : 072720000035
Phone : (850) 433-6581
Fax Number : (850) 434-7163

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BAYFRONT CONSULTING GROUP, LLC

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EXAMINER

9/2/2008

W08-40728

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9/3/2008 8:48

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September 3, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMMANUEL SHEPPARD & CONDON

SUBJECT: BAYFRONT CONSULTING GROUP, LLC
REF: W09000040728

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Regulatory Specialist II

FAX Aud. #: W08000205729
Letter Number: 708A00048443

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ARTICLES OF ORGANIZATION
OF
BAYFRONT CONSULTING GROUP, LLC.

The undersigned, desiring to form a limited liability company under and pursuant to Section 608 of the Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

ARTICLE I
NAME

The name of the limited liability company, hereinafter referred to in these Articles as "Company," is BAYFRONT CONSULTING GROUP, LLC.

ARTICLE II
ADDRESS

The Company's street address of its principal place of business and mailing address in Florida is 3802 N. S. Street, Pensacola, FL 32505, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE III
MANAGEMENT

The business of the Company shall be managed by one or more managers chosen Company's Members. The initial Managers of the Company shall be:

<u>Name</u>	<u>Address</u>
William L. Merrill	4928 N. Davis Highway, Pensacola, Florida 32503
Thomas G. Hammond, Jr.	3802 N. S. Street, Pensacola, Florida 32505
David W. Fitzpatrick	10250 N. Palafox St., Pensacola, Florida, 32534
Tina S. Monie	4227 N. Davis Highway, Pensacola, Florida 32503

ARTICLE VI
RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company. A

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member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VII POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of the Company. This Article may be amended from time to time in the regulations of the Company by a unanimous vote of the members of the Company.

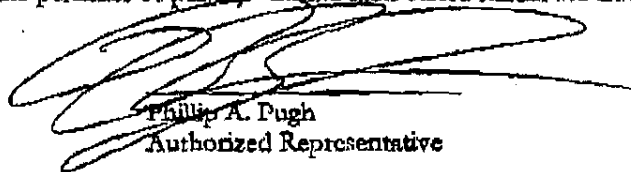
ARTICLE VIII REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members unless vested in the manager of the Company by any amendments of the Articles of Organization. Regulations adopted by the members or by the manager may be repealed or altered, new regulations may be adopted by the members, and the members may prescribe in any regulations made by them that such regulation may not be altered, amended or repealed by the manager.

ARTICLE IX AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Section 608 of the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

The undersigned, being the original members of the Company, hereby acknowledge that, in accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Phillip A. Pugh
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered agent and registered office in the State of Florida.

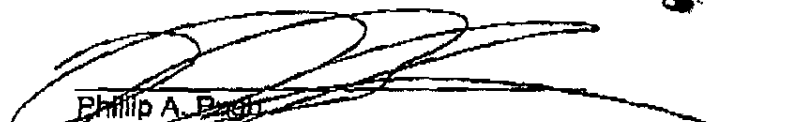
1. The name of the limited liability company is BAYFRONT CONSULTING GROUP, LLC.
2. The name and street address of the registered agent and registered office of the company are: Phillip A. Pugh, 30 S. Spring Street, Pensacola, Florida 32502.

BAYFRONT CONSULTING GROUP, LLC


Phillip A. Pugh
Its: Authorized Representative

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, the below-listed entity hereby accepts the appointment as registered agent and agrees to act in this capacity. The below-listed entity further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Dated: September 3, 2008.


Phillip A. Pugh
Registered Agent

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TALLAHASSEE, FLORIDA

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