

FROM

Division of Corporations

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Florida Department of State
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Account Name : JAMES A NOLAN, PA
Account Number : 120020000124
Phone : (904) 425-3058
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Phoenix Asset Management Group, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION FOR
PHOENIX ASSET MANAGEMENT GROUP, LLC**

ARTICLE I - NAME

The name of the Limited Liability Company is:

PHOENIX ASSET MANAGEMENT GROUP, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

5912 New Kings Road
Jacksonville, Florida 32209

ARTICLE III - REGISTERED AGENT & REGISTERED OFFICE

The name and the Florida street address of the registered agent are:

James A. Nolan, P.A.
4114 Herschel Street, Suite 105
Jacksonville, FL 32210

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by its Members and is, therefore, a Member-managed company. The initial Members shall be Harold A. Shafer and Vicki E. Shafer.

James A. Nolan, P.A., a Florida corporation

By: _____

James A. Nolan, President

Authorized Representative of Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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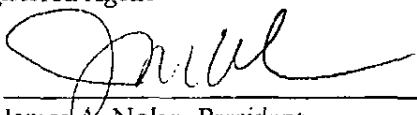
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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
PHOENIX ASSET MANAGEMENT GROUP, LLC**

Pursuant to Chapter 608, Florida Limited Liability Company Act, **James A. Nolan, P.A.**, located at 4114 Herschel Street, Suite 105, Jacksonville, Florida, 32210, having been named as registered agent to accept service of process upon PHOENIX ASSET MANAGEMENT GROUP, LLC, hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this 1st day of December, 2008.

JAMES A. NOLAN, P.A., a Florida corporation
Registered Agent

By: 
James A. Nolan, President
Registered Agent

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