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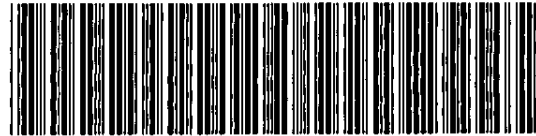
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C.F. 1-22-09

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WYlie & Ray, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

F. James WYlie, Jr.
(Name of Person)

WYlie & Ray, LLC
(Firm/Company)

5359 Pembroke PL.
(Address)

Tallahassee, FL 32309
(City/State and Zip Code)

For further information concerning this matter, please call:

F.J. WYlie at (850) 567-1705
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☒ \$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
WYLIE & RAY, LLC
(a Florida for profit limited liability company)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND ADDRESS

The name of this limited liability company (which is hereinafter called "the Limited Liability Company") and the mailing and street address of its initial office shall be:

Wylie & Ray, LLC
5359 Pembroke Place
Tallahassee, Florida 32309

ARTICLE II. PURPOSE

Section 1. In addition to the powers authorized by the laws of the state of Florida, the purpose for which the Limited Liability Company is formed are:

- a) To provide consulting, lobbying and related professional services;
- b) To have one or more offices in the State of Florida or in any other state, territory or county; to carry on any and all of the operation and businesses of said limited liability company without restriction or limit, to incur indebtedness;
- c) To act as agent, nominee, attorney-in-fact, general partner for, and/or perform any services for, any person(s), partnership(s), corporation(s), firms(s), syndicate(s), association(s) or other entity(ies) or person(s) in any capacity to extend the interest of the Limited Liability Company;
- d) To transact any other lawful business under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, including providing for and to its members the privileges, rights, and immunities of limited liability companies for profit;
- e) To have the powers necessary to carry out its business and affairs as set forth in Chapter 608, including but not limited to Section 608.404, Florida Statutes, as amended; and/or
- f) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing, as the foregoing activities are merely example and not limitation; and nothing herein shall be deemed as prohibiting the Limited Liability Company from extending its activities to any related or otherwise lawful business, provided the privileges, rights, and immunities of limited liability companies for profit applies.

Section 2. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting the Limited Liability Company to carry on any business, exercise any power or do any act which a limited liability company may not lawfully carry on, exercise or do under Florida Laws. These Articles should be construed so as to provide its members with all the limitations on liabilities, as more fully set forth in Chapter 608, including but not limited to Sections 608.4228 and 608.462; Florida Statutes.

ARTICLE III. DURATION

The Limited Liability Company shall not have perpetual existence, but rather shall exist until December 31, 2080, or until dissolved in an earlier manner provided by law or as provided in the Operating Agreement adopted by the members from time to time.

ARTICLE IV. CAPITAL CONTRIBUTION

The initial total capital contribution in the amount of \$500.00 in cash shall be paid to the Limited Liability Company prorate by the founding members. Additional contributions may be made as required for investment purposes, as more fully set forth in the Limited Liability Company's Operating Agreement. Members shall make contribution in proportion to the members' relative capital accounts, except as otherwise provided in the Operating Agreement.

ARTICLE V. MANAGEMENT RESERVED TO THE MEMBERS

Section 1. Unless otherwise provided in the regulations/operating agreement, management of this limited liability company is reserved to its members, initially consisting of two (2) members, whose name and address is as follows:

| <u>Name</u> | <u>Ownership Interest</u> |
|---|---------------------------|
| F. James Wylie, Jr. 5359 Pembridge Place Tallahassee, FL. 32309 | 50% |
| Donald G. Ray 337 Hunters Crossing Tallahassee, FL. 32312 | 50% |

Section 2. All members shall be entitled to vote on all matters relating to the Limited Liability Company. Unless otherwise provided in these Articles or regulations/operating agreement, each such vote shall be weighted in proportion to the members' relative capital accounts; however, in the event the capital account of every member is negative or zero, then each member shall have one vote. All the Limited Liability Company powers shall be exercised by, under the authority of, or the direction of, the members.

VI. PLACE OF BUSINESS; REGISTERED AGENT

Section 1. The principal place of business for the Limited Liability Company shall be located at 5359 Pembridge Place, Tallahassee, Florida 32308, but the Limited Liability Company may establish and maintain its principal office at such other place within the State of Florida as may be determined by the MANAGING MEMBERS consistent with the Florida Limited Liability Company Act as the same is then in effect.

Section 2. The initial registered agent and office shall be:

F. JAMES WYLIE, JR
5359 Pembridge Place
Tallahassee, Florida 32309

ARTICLE VII. MEMBERSHIP RESTRICTIONS/RIGHTS TO CONTINUE BUSINESS

Section 1. The Members shall have the right to admit new members by an affirmative vote of at least ninety percent (90%) of the ownership interest. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

Section 2. A member's interest in the Limited Liability Company may not be sold or otherwise transferred except by the affirmative vote of at least ninety percent (90%) of the ownership interest; however, in the case of spouses or blood relative who are both members (including indirect membership owned via a grantor trust), transfers may be made between themselves without approval or any other member.

Section 3. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining member(s) shall have the right to continue the business by a majority-in-interest of the remaining members.

(The remainder of this page intentionally left blank)

ARTICLE VIII. AFFILIATED TRANSACTIONS/INDEMNIFICATION

Section 1. No contract or other transaction between the Limited Liability Company and any other person or member in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the members of the Limited Liability Company is or are interested in such, and any member or members, individual or jointly, may be a party or parties, to , or may be interested in any such contract or transaction of the Limited Liability Company or in which the Limited Liability Company is interested, and no contract, act or transaction of the Limited Liability Company with any person or persons, firm or other entity in the absence of fraud, shall be affected or invalidated by the fact that any member or members of the Limited Liability Company is a party or are parties to or interested in such contract, act or transaction, or is in any way connected with such person or persons, firm or other entity and each and every person who may become a member of the Limited Liability Company is hereby relieved from any liability that might otherwise exist from thus contracting with the Limited Liability Company for the benefit of himself or any firm, association or other entity in which he may interested. Any member of the Limited Liability Company my vote upon any contract or other transaction between the Limited Liability Company and any subsidiary or controlled company without regard to the fact that he is an interested party of such subsidiary or controlled company.

Section 2. The Limited Liability Company shall indemnify, including advancement of expenses, and all of its members and former members, and any person who may have served at its request as a manger, owner, partner, agent, director or officer of another company or business in which it owns a capital interest, or of which it is a creditor, against the expenses actually and necessarily incurred by him/it/them in connection with the defense of any action, suit, or proceedings in which they or any of them are made parties by reason of being or having served in the aforesaid capacity (ies), except in relation to matters as to which any such person shall be adjudged in such action, suit or proceedings to be liable for negligence or misconduct in the performance of his/its/duty.

ARTICLE IX. SHARING OF PROFITS

Unless provided for otherwise in the Limited Liability Company's Operating Agreement, profits and losses shall be allocated on the basis of each member's relative capital account.

ARTICLE X. AMENDMENT

These Articles may be amended from time to time by the unanimous vote of the members.

ARTICLE XI. ARBITRATION OF DEADLOCK OF MEMBERS

If at any time there are insufficient votes to approve or disapprove any matter (e.g. irreconcilable disputes). Then any member may require all the members to submit the matter to binding arbitration under Florida Law.

ARTICLE XII. EFFECTIVE DATE OF ARTICLES

The effective date of the Articles of Organization shall be January 14, 2009.

The undersigned, UNDER PENALTIES OF PERJURY, certify that I have associated myself for the purpose of becoming a limited liability company under the laws of the State of Florida. I further certify that these Articles shall serve as the Charter and authority for the conduct of business of the Limited Liability Company.

In witness whereof the undersigned being the original members of the Limited Liability Company executed these Articles of Organization, this 22nd day of JANUARY, 2009 and accordingly hereby certify that this instrument constitutes the proposed Articles of Organization of WYLIE & RAY, LLC.

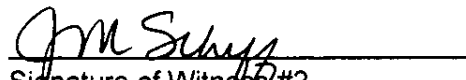
WITNESS:



Signature of Witness #1

Charles W. Swain

Printed Name of Witness #1

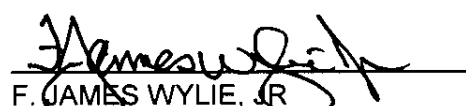


Signature of Witness #2

JANETTE M. SCHEFF

Printed Name of Witness #2

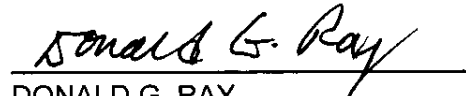
SIGNATURE OF MEMBERS:



F. JAMES WYLIE, JR

5359 Pembridge Place

Tallahassee, Florida 32309



DONALD G. RAY

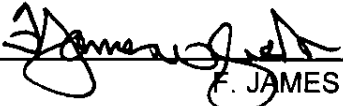
337 Hunters Crossing

Tallahassee, Florida 32312

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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated limited liability company, I hereby agree to act in this capacity at the place designated in these Articles, and I further agree to comply with the provisions of all statutes relative to this proper and complete performance of my duties, and I accept the duties and my obligations under Section 608.407, Florida Statutes.


F. JAMES WYLIE, JR
5359 Pembroke Place
Tallahassee, Florida 32309

Date: 1-22-09

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA