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To:

Division of Corporations
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From:

Account Name : BARNETT, BOLT, KIRKWOOD, LONG & MCBRIDE
Account Number : 072731001155
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FLORIDA LIMITED LIABILITY CO.
Barnett, Harper and Associates Wealth Management, LL

Certificate of Status	1
Certified Copy	0
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Estimated Charge	\$130.00

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**ARTICLES OF ORGANIZATION
OF
BARNETT, HARPER AND ASSOCIATES WEALTH MANAGEMENT, LLC**

The undersigned hereby organizes a limited liability company under the provisions of the Florida Limited Liability Company Act, and pursuant to the following Articles of Organization.

ARTICLE 1
Name

The name of this limited liability company is:

Barnett, Harper and Associates Wealth Management, LLC

(hereafter, the "Company").

ARTICLE 2
Effective Date

The Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

ARTICLE 3
Mailing Address and Principal Office

The address of the principal office and the mailing address of the Company is 5401 W. Kennedy Boulevard, Suite 890, Tampa, Florida 33609.

ARTICLE 4
Initial Registered Office and Agent

The street address of the initial registered office of the Company is 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606, and the name of the initial registered agent of the Company at that address is Leslie J. Barnett.

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ARTICLE 5
Management of the Company

The management of the Company is reserved to its members and the Company is, therefore, a member managed Company.

IN WITNESS WHEREOF, the undersigned sole member has executed these Articles of Organization this 23rd day of January, 2013.



THOMAS HARPER, Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE OF
BARNETT, HARPER AND ASSOCIATES WEALTH MANAGEMENT, LLC**

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

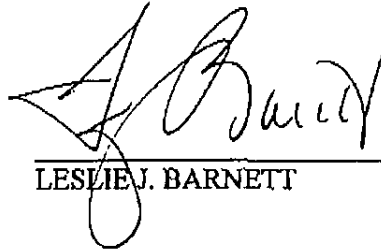
1. The name of the limited liability company is: BARNETT, HARPER AND ASSOCIATES WEALTH MANAGEMENT, LLC.

2. The name and address of the registered agent and office is:

Leslie J. Barnett
601 Bayshore Boulevard, Suite 700
Tampa, Florida 33606

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: January 23, 2012.



LESLIE J. BARNETT