

L95000001005

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 28 PM 2:44

W95-25000

AL DEC 29 1995

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY RAK _____

WALK-IN
Will Pick Up 12:27 10/2

RE: Administrative Solutions
LC

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File <u>LC</u>		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

800001675208
-01/02/96-01042-021
****337.50 ****337.50

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

RECEIVED
95 DEC 27 AM 10:29
DIVISION OF CORPORATIONS

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 27, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: ADMINISTRATIVE SOLUTIONS, L.C.
Ref. Number: W95000025000

Corrected

We have received your document for ADMINISTRATIVE SOLUTIONS, L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 795A00055443

KEVIN I. DOWNEY

ATTORNEY AT LAW

2631 N.W. 41ST STREET, SUITE A-2
GAINESVILLE, FLORIDA 32606

(904) 373-4554

December 14, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida, 32314

Re: Administrative Solutions, L.C.

Gentlemen:

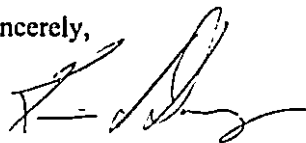
I am enclosing herewith an original and a copy of the Articles of Organization for the above named limited liability company, and a Certificate of Designation of Registered Agent/Registered Office. In addition, a check in the sum of \$337.50 is enclosed which represents the following fees:

Filing Fee	\$250.00
Certified Copy	\$ 52.50
Registered Agent Fee	<u>\$ 35.00</u>
Total	<u>\$337.50</u>

Please file the original of the enclosed Articles of Organization and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,



Kevin I. Downey

Enclosures (2)

ARTICLES OF ORGANIZATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 DEC 28 PM 2:44

BILLING SOLUTIONS, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby executes the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be: BILLING SOLUTIONS, L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be 2631-A N.W. 41st Street, Gainesville, Florida 32606.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than December 31, 2010, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is:

B. Phillip Evans, Jr.
2631-A N.W. 41st Street
Gainesville, Florida 32606

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company. However, the business of the Company may be continued by the consent of all the remaining members, provided there are at least two (2) remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and address of the members of the company are as follows:

William D. King	2631-A N.W. 41st Street Gainesville, Florida 32606
B. Phillip Evans, Jr.	2631-A N.W. 41st Street Gainesville, Florida 32606
James L. Smith, Jr.	2631-A N.W. 41st Street Gainesville, Florida 32606
Kathy Sue Holt	2631-A N.W. 41st Street Gainesville, Florida 32606

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization at Gainesville, Florida, on this 22 day of December, 1995.



B. Phillip Evans, Jr., Organizer

Exhibit "A"

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of BILLING SOLUTIONS, L.L.C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by each member is as follows:

<u>Member</u>	<u>Cash</u>
William D. King	\$100.00
B. Phillip Evans, Jr.	\$100.00
James L. Smith, Jr.	\$100.00
Kathy Sue Holt	\$100.00
Total Cash:	<u>\$400.00</u>

3. If any, the agreed value of property other than cash contributed by member(s) is \$0,

4. The total amount of cash or property anticipated to be contributed by members (s) is \$400.00, which total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER.

Dated: December 22, 1995


B. Phillip Evans, Jr.

STATE OF FLORIDA
COUNTY OF ALACHUA

Before me personally appeared B. Phillip Evans, Jr., who is personally known to me, who is a member of the above limited liability company and who executed the above Affidavit of Membership and Contributions.

In Witness Whereof, I have set my hand and affixed my official seal this 22 day of December, 1995.



KEVIN J. DOWNEY
My Commission CC439079
Expires Feb 15, 1999
Bonded by HAI
800-422-1555


Notary Public, State of Florida

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 DEC 28 PM 2:44


Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following Statement Designating The Registered Office/Registered Agent, in the State of Florida.

1. The name of the limited liability company is **BILLING SOLUTIONS, L.C.**
2. The name and address of the registered agent and office is:

B. Phillip Evans, Jr.
2631-A N.W. 41st Street
Gainesville, Florida 32606

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.

Dated: December 22, 1995


B. Phillip Evans, Jr.
Registered Agent

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing was acknowledged before me, this 22 day of December, 1995, by **B. Phillip Evans, Jr.**, who is personally known to me, as registered agent for **BILLING Solutions, L.C.**, a Florida limited liability company.


Notary Public, State of Florida



KEVIN I. DOWNEY
My Commission CC436074
Expires Feb 15 1999
Bonded by FIAI
800-487-1855

FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morton
Secretary of State
DIVISION OF CORPORATIONS

FILED

95 MAY 1 PM 1:28

TALLAHASSEE, FLORIDA

FILING FEE Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
\$ 238.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company **DOCUMENT #L95000001005**

BILLING SOLUTIONS, L.C.
2631-A N.W. 41ST STREET
GAINESVILLE FL 32606

1a. Principal Place of Business Address

2631-A N.W. 41ST STREET
GAINESVILLE FL 32606

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		12/28/1995	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip		Country		58-2213976	
				5. Date of Last Report	6. Certificate of Status Desired
					<input type="checkbox"/> No Additional Fee Required

7. Name and Address of Current Registered Agent

EVANS, B. PHILLIP JR.
2631-A N.W. 41ST STREET
GAINESVILLE FL 32606

8. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

FL

Zip Code

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE

(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when re-stating)

DATE

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	KING, WILLIAM D	2631-A N.W. 41ST STREET	GAINESVILLE FL
MEM	EVANS, B. PHILLIP JR.	2631-A N.W. 41ST STREET	GAINESVILLE FL
MEM	SMITH, JAMES L JR.	2631-A N.W. 41ST STREET	GAINESVILLE FL
MEM	HOLT, KATHY SUE	2631-A N.W. 41ST STREET	GAINESVILLE FL

500001825725
-05/16/96--01144--001
****238.75 ****238.75

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

B. PHILLIP EVANS, JR.

4/28/96 904-373-9140