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JOE C. MILLER II  
BOARD CERTIFIED  
CIVIL TRIAL LAWYER  
JUDITH G. SHINE  
LINDA LOGAN BRYAN  
REPLY TO: ST. AUGUSTINE

P. O. BOX 3376  
97 ORANGE STREET  
ST. AUGUSTINE, FLORIDA 32085-3376  
(904) 824-0484

P. O. BOX 803  
113 N. FOURTH STREET  
PALATKA, FLORIDA 32178-0803  
(904) 328-6764

July 16, 1997

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

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-07/18/97--01048--002  
\*\*\*\*293.75 \*\*\*\*293.75

Re: The Creative Solutions Group, L.C.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Organization, along with our check in the amount of \$293.75, which represents the filing fee, Registered Agent Designation and Certificate of Status.

If you need any additional information, please contact me at the St. Augustine phone number or address listed above. Thank you for your assistance.

Sincerely,

*Linda Logan Bryan*  
Linda Logan Bryan

LLB/ap

Enclosures

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97 JUL 18 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*W/16/97*

**ARTICLES OF ORGANIZATION FOR  
THE CREATIVE SOLUTIONS GROUP, L.C.**

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

1. Name. The name of this company shall be The Creative Solutions Group, L.C.

2. Duration/Continuation. The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

3. Purposes. The purposes for which this company is being formed are the following:

(a) to engage in any activities or business permitted for this company under the laws in the State of Florida.

(b) for the specific purposes of providing marketing, promotional and/or communication services to the public.

4. Address, Registered Agent and Office. The mailing address and street address of the principal office of the company is 4700 N. U.S. 1, St. Augustine, Florida 32095. The name and address of the initial registered agent and office for this company is as follows:

Christine R. Smith  
4700 N. U.S. 1  
St. Augustine, Florida 32095

5. Contributions to Capital.

(a) The total initial amount of cash or property contributed to the company by its members shall be as follows:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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<u>Member</u>	<u>Contribution</u>
Steven J. Hendrickson	\$1,000.00
Nancy E.R. Hendrickson	\$1,000.00
Christine R. Smith	\$1,000.00

(b) The following represent anticipated additional contributions to be made by all members of the company and when such contributions shall be due and payable:

<u>Member</u>	<u>Contribution</u>
Steven J. Hendrickson	\$9,000.00
Nancy E.R. Hendrickson	\$9,000.00
Christine R. Smith	\$9,000.00

6. Admission of Additional Member; and Terms and Conditions of such Admissions: Additional Members may be admitted upon the unanimous approval of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of this company.

7. Management of Company. The business of the company shall be managed by its members in proportion to their contributions to the capital of the company as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

The names and addresses of the members are as follows:

<u>Name</u>	<u>Address</u>
Steven J. Hendrickson	3105 Harbor Drive, St. Augustine, FL 32095
Nancy E.R. Hendrickson	3105 Harbor Drive, St. Augustine, FL 32095
Christine R. Smith	890 A1A Beach Blvd., St. Augustine, FL 32084

8. Amendment of Regulations. The power to adopt, alter, amend or repeal the Regulations of this company shall be vested in the members of the company.

9. Organizers. The names and addresses of the organizers executing these Articles of Organization are as follows:

<u>Name</u>	<u>Address</u>
Steven J. Hendrickson	3105 Harbor Drive, St. Augustine, FL 32095
Nancy E.R. Hendrickson	3105 Harbor Drive, St. Augustine, FL 32095
Christine R. Smith	890 A1A Beach Blvd., St. Augustine, FL 32084

10. Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 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 be also signed by the member to be added.

11. Regulations of Company. The power to adopt, alter amend or repeal the regulations of the company shall be vested in the members as provided in the regulations of the company.

12. Informal Action of Members. Any action of the members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting (and filed with its records.)

13. Contracting Debt. Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this company except as provided in accordance with its regulations.

14. Transferability of Member's Interest. The transferability of an interest of a member of this company is restricted. Such interest may be transferred or assigned to such extent and in the manner provided in the Operating Agreement.

15. Withdrawal or Reduction of Member's Contributions to Capital. A member shall not receive out of the company property any part of his or her contribution to capital until:

(a) all liabilities of the company, except liabilities to members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

(b) the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded,

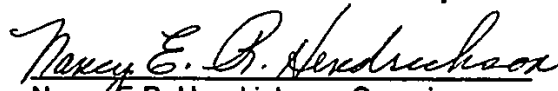
(c) these Articles of Organization are canceled or so amended as to set out the withdrawal reduction.

A member shall be entitled to the return of his or her contribution in the manner provided for in the regulations of the company.

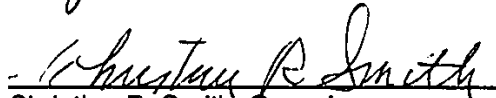
IN WITNESS WHEREOF, the undersigned Organizers have hereunto set their hands and seals this 16<sup>th</sup> day of July, 1997.



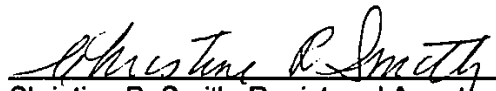
Steven J. Hendrickson, Organizer



Nancy E.R. Hendrickson, Organizer



Christine R. Smith, Organizer

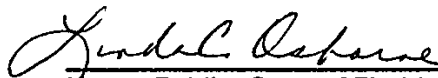


Christine R. Smith, Registered Agent

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared STEVEN J. HENDRICKSON, NANCY E.R. HENDRICKSON and CHRISTINE R. SMITH, to me know to be the persons who executed the foregoing Articles of Organization and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16<sup>th</sup> day of July, 1997.



Notary Public, State of Florida

LINDA C. OSBORNE

Type or print Notary's name

My Commission Expires:



Linda C. Osborne  
MY COMMISSION # CC608444 EXPIRES  
January 21, 2001  
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATION OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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 The Creative Solutions Group, L.C.
2. The name and address of the registered agent and office is:

Christine R. Smith  
4700 N. U.S. 1  
St. Augustine, FL 32095

Having been named as registered agent and to accept service of process for the above state 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.

  
Christine R. Smith

JULY 16, 1997  
Date

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TALLAHASSEE, FLORIDA

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of The Creative Solutions Group, L.C. depose and say:

1. The above named limited liability company has at least two members.
2. The total amount of initial cash contributed by the members is \$3,000.00.
3. If any, the agreed value of property other than cash contributed by members is \$0.00.
4. The amount of cash or property anticipated to be contributed by members is \$27,000.00.
5. The total amount of 2, 3, and 4 is \$30,000.00.

Dated this 16<sup>th</sup> day of July, 1997.

  
Steven J. Hendrickson/Member

  
Nancy E.R. Hendrickson/Member

  
Christine R. Smith/Member

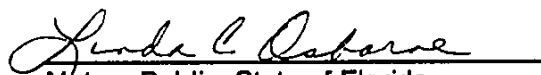
STATE OF FLORIDA  
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared STEVEN J. HENDRICKSON, NANCY E.R. HENDRICKSON and CHRISTINE R. SMITH, to me know to be the persons who executed the foregoing Articles of Organization and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16<sup>th</sup> day of July, 1997.



Linda C. Osborne  
MY COMMISSION # CC608444 EXPIRES  
January 21, 2001  
BONDED THROUGH TROY FAIR INSURANCE, INC.

  
Notary Public, State of Florida  
LINDA C. OSBORNE  
Type or print Notary's name  
My Commission Expires:

FILED  
97 JUL 18 PM 1:44  
SECRET  
ST. JOHNS COUNTY, FLORIDA