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TRANSMITTAL LETTER FOR FLORIDA LIMITED LIABILITY COMPANY

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

100002302911--8
-09/25/97--01006--018
****285.00 ****285.00

SUBJECT: George M. Hiller Companies of Florida, L.C.
(Proposed limited liability company name - must include suffix)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 25 AM 9:27

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FROM: Bird & Associates, P.C., Wendell R. Bird

Name (Printed or typed)

1150 Monarch Plaza, 3414 Peachtree Road NE

Address

Atlanta, GA 30326

City, State & Zip

(404) 264-9400

Daytime Telephone number

Name Availability	KWM
Document Examiner	KWM
Notary Public	KWM
Witness	KWM
W.P. Verifier	KWM

9-25

ARTICLES OF ORGANIZATION
OF
GEORGE M. HILLER COMPANIES OF FLORIDA, L.C.

ARTICLE I. NAME

The name of the limited liability company is:

George M. Hiller Companies of Florida, L.C.

ARTICLE II. PRINCIPAL OFFICE

The mailing address and street address of the principal office of George M. Hiller Companies of Florida, L.C. is:

2701 W. Busch Blvd; Suite 108
~~1103 Winthrop Way~~
Tampa, Florida 33618

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ARTICLE III. DURATION

The latest date on which George M. Hiller Companies of Florida, L.C. is to dissolve is
December 31, 2050.

ARTICLE IV. MANAGER

The management of George M. Hiller Companies of Florida, L.C. is vested in the
managers. The managers shall be Robert E. Taylor, whose address is ~~1103 Winthrop Way,~~
2701 W. Busch Blvd Suite #108,
Tampa, Florida 33618, and George M. Hiller Companies, LLC, a Georgia limited liability
company, whose address is 1144 Monarch Plaza, 3414 Peachtree Road NE, Atlanta, Georgia

30326, until qualifying successors are elected. The agreement of both managers shall be required to authorize the Company to act.

ARTICLE V. MEMBERS

The initial members of George M. Hiller Companies of Florida, L.C. shall be Robert E. Taylor and George M. Hiller Companies, LLC, a Georgia limited liability company. Additional members may be admitted on and pursuant to the terms and conditions of the Operating Agreement of George M. Hiller Companies of Florida, L.C.

ARTICLE VI. RIGHT TO CONTINUE BUSINESS

In the event a member of George M. Hiller Companies of Florida, L.C. dies or his or its membership is otherwise terminated, the remaining members of George M. Hiller Companies of Florida, L.C. may continue the business of George M. Hiller Companies of Florida, L.C. on and subject to the terms and conditions of the Operating Agreement of George M. Hiller Companies of Florida, L.C.

ARTICLE VII. INITIAL REGISTERED AGENT

The name and address of the initial registered agent in Florida for George M. Hiller Companies of Florida, L.C. is:

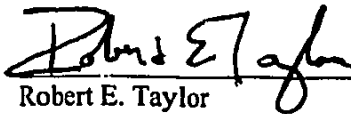
Robert E. Taylor
~~11103 Winthrop Way~~ 2701 W. Busch Blvd. Suite 1
Tampa, Florida 33618

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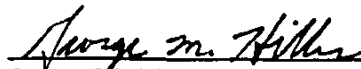
ARTICLE VIII. PURPOSE

The purposes for which the limited liability company is organized are to engage in any lawful business activity for which limited liability companies may be organized, and any activity in which limited liability companies are not prohibited, under the Florida Limited Liability Company Act and other Florida laws, including but not limited to providing financial management services and advice to clients.

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization on September 16, 1997.



Robert E. Taylor
Member of George M. Hiller Companies of
Florida, L.C.



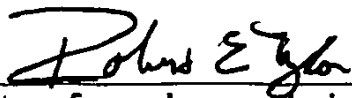
George M. Hiller
Member of George M. Hiller Companies of
Florida, L.C.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of George M. Hiller Companies of Florida, 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 the member(s) is \$ 15,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 15,000.00
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$
- 5) the total amounts of 2, 3 and 4 is \$ 30,000.00



Signature of a member or authorized representative of a member.

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

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**CERTIFICATE 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: _____

George M. Hiller Companies of Florida, L.C.

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

Robert E. Taylor

(NAME)

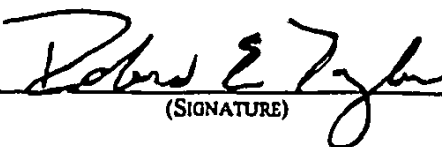
~~41103 Winthrop Way~~ 2701 W. Busch Blvd. Suite 108

(P. O. Box NOT ACCEPTABLE)

Tampa, Florida 33618

(CITY/STATE/ZIP)

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.


(SIGNATURE)

9-22-97
(DATE)

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Filing Fee: \$ 35 for Designation of Registered Agent