



**THE UNITED STATES
CORPORATION
COMPANY**

L98000000783

ACCOUNT NO. : 072100000032

REFERENCE : 853966 4805939

AUTHORIZATION :

Patricia Pujot

COST LIMIT : \$ 337.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 12 PM 1:09

ORDER DATE : June 12, 1998

ORDER TIME : 10:14 AM

ORDER NO. : 853966-005

CUSTOMER NO: 4805939

CUSTOMER: Gary W. Huston, Esq
BEGGS & LANE

700002558187--0

P. O. Box 12950

Pensacola, FL 32501

DOMESTIC FILING

NAME: THE MCGUFFIN GROUP, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

L98-783

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgement W. P. Verifier	<i>[Signature]</i>

RECEIVED
98 JUN 12 AM 10:38
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 12 PM 1:09

**Articles of Organization
of
The McGuffin Group, L.C.**

The undersigned subscriber to these Articles of Organization, desiring to form a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, and being a natural person competent to contract, hereby makes, subscribes, acknowledges and files these Articles for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I (NAME)

The name of this limited liability company is The McGuffin Group, L.C. (the "Company").

ARTICLE II (DURATION)

The Company shall have perpetual duration, beginning on the date these Articles of Organization are filed in the Office of the Secretary of State of the State of Florida.

ARTICLE III (PURPOSE)

The Company shall have all of the powers stated in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as such chapter presently exists and may hereafter be amended.

ARTICLE IV (PRINCIPAL OFFICE)

The street address and mailing address of the Company's principal office shall be 3298 Summit Blvd., Pensacola, FL 32503. The Company's principal office may hereafter be at such other place or places as the members from time to time may determine. The name of the initial registered agent of the Company shall be Gary W. Huston and the street address of the registered agent is 600 Blount Building, 3 West Garden Street, Pensacola, Florida 32501.

ARTICLE V (MANAGEMENT)

The Company will be managed by one or more managers. Until the first annual meeting of members or until the initial manager's successor(s) is elected and qualified, the initial manager's name and address is:

Mr. Thomas Randal McGuffin
3298 Summit Blvd.
Pensacola, FL 32503

ARTICLE VI (MEMBERS)

The names and addresses of the initial members are as follows:

Mr. Thomas Randal McGuffin
3298 Summit Blvd.
Pensacola, FL 32503

Ms. Cynthia R. McGuffin
4549 Baybrook Dr.
Pensacola, FL 32514

Additional members may be admitted, at such times and on such terms and conditions as set forth in the Operating Agreement of the Company.

ARTICLE VII (CONTINUATION)

The remaining members of the Company may, in accordance with the Operating Agreement of the Company, continue the business of the Company in the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event terminating membership in the Company.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 12 PM 1:09

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles
of Organization on this 10th day of June, 1998.

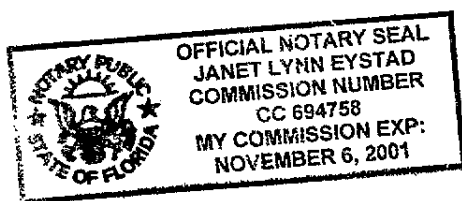
Gary W. Huston
Gary W. Huston
Authorized Representative of a Member

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 10th day of June, 1998,
by Gary W. Huston, who did not take an oath and who:

✓ is/are personally known to me.
 produced current Florida driver's license as identification.
 produced as identification.

(Notary Seal Must be Affixed)



Janet Lynn Eystad
Notary Public
Janet Lynn Eystad
Name of Notary Printed
My Commission Expires: NOV 6 2001
Commission Number: CC 694758

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 12 PM 1:09

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 608.415, Florida Statutes, the following is submitted: That The McGuffin Group, L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3298 Summit Blvd., Pensacola, FL 32503, has named Gary W. Huston, whose business address is 600 Blount Building, 3 West Garden Street, Pensacola, Florida 32501, as its agent to accept service of process within Florida.

The McGuffin Group, L.C.

By: _____

Gary W. Huston
Gary W. Huston

Authorized Representative of a Member

ACCEPTANCE

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 am familiar with and accept the obligations of my position as registered agent and I agree to act in that position. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

June 10, 1998

Gary W. Huston

Gary W. Huston, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 12 PM 1:10

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF ESCAMBIA

On this day personally appeared before me, an officer duly authorized to administer oaths, Gary W. Huston ("Affiant"), who being first duly sworn by me, states as follows:

As required by Florida Statutes section 608.407(2), Affiant hereby declares under penalty of perjury, to the best of his knowledge and belief, that The McGuffin Group, L.C. has at least two (2) members and that the amount of cash and the description and agreed value of property other than cash contributed or to be contributed by the members is as follows:

Amount of Cash:

One Thousand Dollars (\$1,000.00)

Description of Property (other than cash)

None

Agreed Value of Such Property:

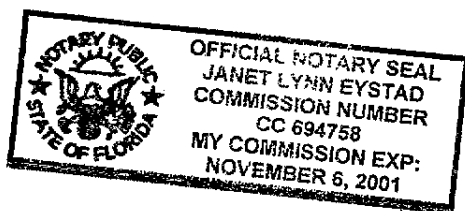
N/A

AFFIANT SAYS NOTHING FURTHER.

Gary W. Huston
Gary W. Huston
Authorized Representative of a Member

Sworn to and subscribed before me this 10th day of June, 1998.

(SEAL)



Janet Lynn Eystad
Notary Public

My Commission Expires: Nov 6, 2001