

L99000001763



ACCOUNT NO. : 072100000032

REFERENCE : 185851 4307842

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 337.50

ORDER DATE : March 29, 1999

ORDER TIME : 10:04 AM

ORDER NO. : 185851-005

CUSTOMER NO: 4307842

CUSTOMER: Mr. Michael D. Whalen
MARTIN ADE BIRCHFIELD &
MARTIN ADE BIRCHFIELD &
One Independent Dr., Ste 3000
Post Office Box 59
Jacksonville, FL 32201

700002821437--0

DOMESTIC FILING

NAME: LAW OFFICES OF MICHAEL D.
WHALEN, P.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: Christopher Smith

EXAMINER'S INITIALS:

L99-1763

Name	<i>CR</i>
Availability	<i>CR</i>
Document	<i>CR</i>
Examiner	<i>CR</i>
Updater	<i>CR</i>
Verifier	<i>CR</i>
Acknowledgment	<i>CR</i>
W. P. Verifier	<i>CR</i>

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99 MAR 29 PM 12:02

RECEIVED
99 MAR 29 AM 10:39
DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION
OF
LAW OFFICES OF MICHAEL D. WHALEN, P. L. C.**

The undersigned, who is duly licensed to practice law under the laws of the state of Florida, adopts these articles to form a professional limited liability company under the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes.

**ARTICLE I
NAME**

The name of the professional limited liability company is Law Offices of Michael D. Whalen, P.L.C. (the "Limited Liability Company").

**ARTICLE II
EXISTENCE AND DURATION**

The existence of the Limited Liability Company shall commence on the date of filing of these Articles of Organization and its existence shall be perpetual unless it is earlier dissolved as provided in its Operating Agreement or by operation of either the Florida Limited Liability Company Act or the Professional Service Corporation and Limited Liability Company Act.

**ARTICLE III
PURPOSE**

The Limited Liability Company is formed to engage in every phase and aspect of the practice of law and all other business or professional matters which are incidental or convenient thereto.

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ARTICLE IV
STREET AND MAILING ADDRESS

The initial street address and mailing address of the Limited Liability Company is 447 Atlantic Boulevard, Suite 3, Atlantic Beach, Florida 32233.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Limited Liability Company in the state of Florida is Michael D. Whalen. The registered office of the initial registered agent in the state of Florida is located at 447 Atlantic Boulevard, Suite 3, Atlantic Beach, Florida 32233.

ARTICLE V
MANAGEMENT

The management of the Limited Liability Company is reserved to its members as provided in the Operating Agreement. The name and address of the initial managing member of the Limited Liability Company is:

Michael D. Whalen
447 Atlantic Boulevard, Suite 3
Atlantic Beach, Florida 32233

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

The members of the Limited Liability Company shall have the right to admit additional members on the unanimous consent of the members.

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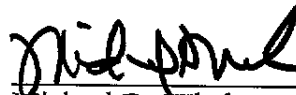
ARTICLE VII
CONTINUATION OF LIMITED LIABILITY COMPANY

The remaining members of the Limited Liability Company shall have the right to continue the business in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member on such terms and conditions as are provided in the Operating Agreement.

ARTICLE VIII
OPERATING AGREEMENT

The Operating Agreement of the Limited Liability Company may from time to time, as may be necessary, be repealed, amended or altered, or a new Operating Agreement adopted, by the members of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed to these Articles of Organization this 25th day of March, 1999.

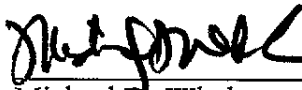

Michael D. Whalen
Organizing Member

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CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
LAW OFFICES OF MICHAEL D. WHALEN, P. L. C.

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Law Offices of Michael D. Whalen, P. L. C., a professional limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named professional limited liability company, and does hereby agree to comply with the provisions of the Florida Limited Liability Company Act and the general laws of the state of Florida relative to keeping open the Registered Office, which Registered Office is located at 447 Atlantic Boulevard, Suite 3, Atlantic Beach, Florida 32233.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 25th day of March, 1999.



Michael D. Whalen
Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, on this day personally appeared Michael D. Whalen, known to me to be the person who subscribed his name below, who after having first been duly sworn by me, deposes and says:

1. Affiant is a member of Law Offices of Michael D. Whalen, P. L. C. (the "Limited Liability Company") and has personal knowledge of the matters set forth herein.
2. The Limited Liability Company has at least one member.
3. The members of the Limited Liability Company shall contribute cash in an amount equal to \$1,000.00 to the Limited Liability Company. The members of the Limited Liability Company do not anticipate contributing any personal property other than cash to the Limited Liability Company. The total amount of cash and agreed value of property to be contributed by the members to the Limited Liability Company is \$1,000.00.
5. The members do not anticipate any additional capital contributions to the Limited Liability Company.


Michael D. Whalen, Affiant

The foregoing instrument was sworn to and subscribed before me this 25 MARCH, 1999, by Michael D. Whalen, who is (X) personally known to me or who has produced _____ as identification.



Notary Public, State of Florida

Printed: _____

My Commission expires: _____

Commission No.: _____

(NOTARIAL SEAL)



Michael E. Goodbread, Jr.
MY COMMISSION # CC707161 EXPIRES
January 8, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

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