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PHILIP TATICH
PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELLORS AT LAW
POST OFFICE DRAWER 7540
MAITLAND, FLORIDA 32794-7540

PHILIP TATICH
HEATHER L. HIGBEE

May 21, 1999

TELEPHONE (407) 629-4433
FACSIMILE (407) 629-4455

341 N. MAITLAND AVENUE
SUITE 340
MAITLAND, FLORIDA 32751

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-05/24/99--01035--007
****293.75 ****293.75

Re: *TURNKEY OPTIONS, L.C.*

Gentlemen:

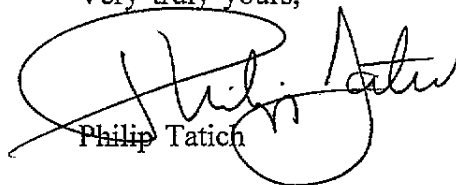
L99-3013

Enclosed are two (2) executed counterparts of the *Articles of Organization* of the referenced limited liability company, together with a check in the amount of \$293.75 to cover the following fees:

Filing Fee	\$250.00
Certified Copy	8.75
Registered Agent Designation	<u>35.00</u>
Total	<u>\$293.75</u>

The certified copy of the *Articles of Organization* should be returned to the undersigned.

Very truly yours,


Philip Tatich

PT:at
Enclosures

cc: Client

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION OF TURNKEY OPTIONS, L.C.

The undersigned, desiring to form a limited liability company under and by virtue of the laws of the State of Florida and specifically pursuant to the provisions of Chapter 608, *Florida Statutes (1998)*, does hereby execute these *Articles of Organization*.

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of the Company shall be **TURNKEY OPTIONS, L.C.** and its principal office and mailing address shall be 341 North Maitland Avenue, North, Suite 340, Maitland, Florida 32751.

ARTICLE II REGISTERED AGENT

The name and street address of the initial registered agent and registered office of this Company shall be **PHILIP TATICH**, 341 North Maitland Avenue, Suite 340, Maitland, Florida 32751.

ARTICLE III COMMENCEMENT DATE AND TERM OF EXISTENCE

This Company shall have perpetual existence to commence upon the subscription and acknowledgment of these Articles of Organization.

ARTICLE IV MANAGEMENT OF THE COMPANY

This Company is to be managed exclusively by its Members through its sole Managing

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Member, **BFT CAPITAL CORP.**, a Florida corporation, 284 Park Avenue North, Suite 200,
Winter Park, Florida 32789.

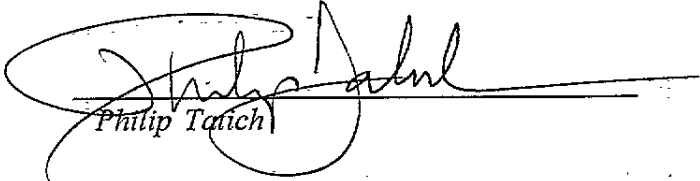
ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of the Managing Member in the manner set forth in the Regulations of this Company.

ARTICLE VI
CONTINUATION OF BUSINESS

The remaining Members of this Company shall have the right to continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member.

IN WITNESS WHEREOF, the undersigned has caused these *Articles of Organization* as of the 20th day of May, 1999.


Philip Tatich

AFFIDAVIT OF MEMBERSHIP AND MEMBERS' CONTRIBUTIONS

Pursuant to the provisions of Section 608.407(2), *Florida Statutes (1998)*, the undersigned, after first being duly sworn, deposes and says:

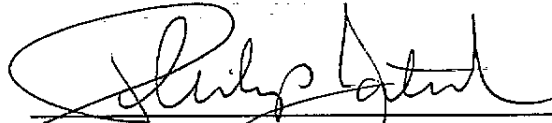
1. This Company has at least two (2) Members, including the Managing Member.
2. The amount of cash contributed to this Company by its Members shall be the

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aggregate sum of \$1,000.00.

3. The agreed value of property other than cash contributed to this Company by its Members shall be - 0 -.
4. The amount of cash or agreed value of other property other than cash anticipated to be contributed by the Members is \$1,000.00 (which includes the amounts reflected in 2 and 3, above).

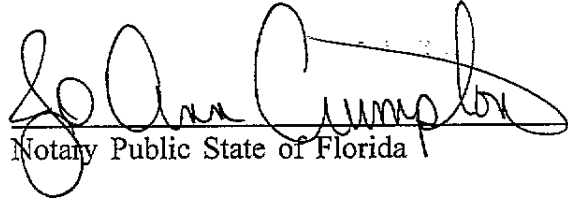
DATED this 20th day of May, 1999.



Philip Tatich, as Managing Member of
Turnkey Options, L.C., a proposed Florida
limited liability company

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing *Affidavit of Membership and Members' Contributions* was acknowledged before me this 20th day of May, 1999, by **PHILIP TATICH**, who is personally known to me.

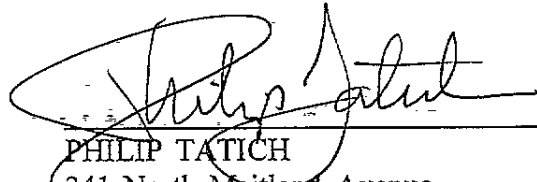

Notary Public State of Florida

Jo Ann Crumpton
MY COMMISSION # CCB10447 EXPIRES
April 8, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as the Registered Agent in the *Articles of Organization* of **TURNKEY OPTIONS, L.C.**, a proposed Florida limited liability company, does hereby accept such designation and agrees to comply with the requirements incident thereto.


PHILIP TATCH
341 North Maitland Avenue
Suite 340
Maitland, Florida 32751

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