

L99000003055

Robert S. Lott
Roman Holdings, Inc.
220 E. Madison Street
Tampa, FL 33602

May 18, 1999

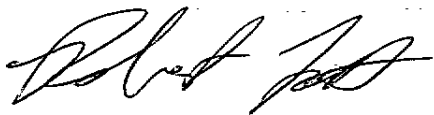
Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Dear Sirs/Madams,

Please find enclosed the following items filed on behalf of Chesapeake Financial Group, L.L.C., to be formed: Articles of Organization (including Affidavit of Membership and Contributions), Certificate of Registered Agent, and a check in the amount of \$346.25. Please process these documents as quickly as possible. My name is Robert Lott. My address is 220 East Madison Street, Tampa, Florida 33602. My daytime telephone number is (813) 223-7117. Thank you for your service.

Sincerely,



Robert Lott

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
... P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 21 PM 1:33

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Chesapeake Financial Group, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

220 E. Madison Street, suite 1200
Tampa, Florida 33602

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Todd Tindall
220 E. Madison Street, suite 1200
Tampa, Florida 33602

ARTICLE V - Admission of Additional Members:

The members shall have the right to admit additional members upon unanimous vote in favor of such member admission. The rights and responsibilities of new members, if admitted, shall be determined upon and in conjunction with such admission.

ARTICLE VI - Members Rights to Continue Business:

The remaining members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company in the event of death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member in the Limited Liability Company.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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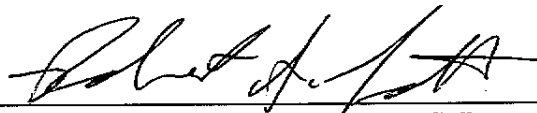
ARTICLE VII - Intention To Transfer Membership:

The members intend to transfer ownership, control, and any other interest that they may hold to a holding company to be formed at a future date for the purpose of including the Limited Liability Company as a subsidiary of the holding company. However, in the event the members choose to retain membership in the Limited Liability Company, they shall have the right to retain such membership without limitation.

ARTICLE VIII - Affidavit of Membership and Contributions:

The undersigned member certifies:

- 1) the above named limited liability company has at least one member;
- 2) the members have not currently contributed any cash to the Limited Liability Company;
- 3) the members have not currently contributed any property other than cash to the Limited Liability Company;
- 4) the members anticipate contributing \$300.00 in cash to the Limited Liability Company.

A handwritten signature in black ink, appearing to read 'Robert S. Lott', is written over a horizontal line.

Signature of member, Robert S. Lott

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Chesapeake
Financial Group, L.L.C.

2. The name and the Florida street address of the registered agent are:

Roman Holdings, Inc.
NAME
220 E. Madison Street, suite 1200
Florida street address (P. O. Box NOT ACCEPTABLE)
Tampa FL 33602
CITY, STATE AND 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.

Roman Holdings, Inc.
by: Todd A. J. [Signature], PRESIDENT
SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent