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July 30, 1999

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

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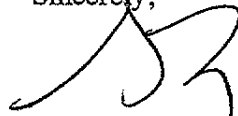
RE: Articles of Organization of Mabry Financial Management, LLC
Our File No. 3331-1

Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Organization and Affidavit of Membership and Contributions of Mabry Financial Management, LLC together with a check in the amount of \$337.50 payable to the Florida Department of State to cover the filing fee.

If you have any questions, please do not hesitate to call me. Thank you for your attention to this matter.

Sincerely,



Gary A. Forster

GAF/lih
Enclosures

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**ARTICLES OF ORGANIZATION FOR
MABRY FINANCIAL MANAGEMENT, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is MABRY FINANCIAL MANAGEMENT, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 805 Douglas Avenue, Suite 159, Altamonte Springs, Florida 32714.

**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 a managing member, and the name and address of the managing member is:

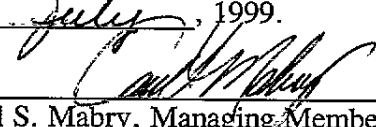
Paul S. Mabry

757 Preserve Terrace
Lake Mary, Florida 32746

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 757 Preserve Terrace, Lake Mary, Florida 32746 and the initial Registered Agent at such address is Paul S. Mabry.

IN WITNESS WHEREOF, the undersigned managing member of the members affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned member has executed these Articles of Organization this 28 day of July, 1999.


Paul S. Mabry, Managing Member

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the limited liability company.

DATED this 28 day of July, 1999.



Paul S. Mabry, Registered Agent

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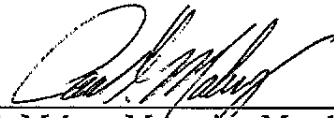
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
FOR MABRY FINANCIAL MANAGEMENT, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

Paul S. Mabry, as Managing Member of the members of MABRY FINANCIAL MANAGEMENT, LLC, deposes and says:

1. The above-named limited liability company has at least one member.
2. The total amount of cash contributed by the members(s) is \$1,000.00
3. If any, the agreed value of property other than cash contributed by Member(s) is \$ -0-
4. The amount of cash or property anticipated to be contributed by Member(s) is \$-0-
5. The total amounts of 2, 3 and 4 is \$1,000.00

Under penalties of perjury, I, Paul S. Mabry, declare that I have read the foregoing and know the contents thereof. In accordance with Section 608.408(3) Florida Statutes, my execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

MABRY FINANCIAL MANAGEMENT, LLC



Paul S. Mabry, Managing Member

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