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TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

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

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-08/06/99--01045--006
***293.75 ***293.75

Re: TCM Consulting, L.L.C.

To Whom It May Concern:

Please find enclosed an original and one (1) copy of the Articles of Organization for Limited Liability Company, Affidavit of Membership and Contributions, and Certificate of Designation of Registered Agent/Registered Office.

Additionally, enclosed is a check for \$293.75 which is for:
\$250.00 Filing fee for articles of organization and affidavit;
\$ 35.00 Designation of registered agent;
\$ 8.75 Certificate of status.

FROM: TCM Consulting, L.L.C.
1786 Challen Avenue #6
Jacksonville, Florida 32205
(904) 387-6359

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

Article I

The name of the Limited Liability Company is: TCM Consulting, L.L.C.

Article II

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

TCM Consulting, L.L.C.
1786 Challen Avenue #6
Jacksonville, Florida 32205

Article III

The period of duration for the Limited Liability Company is: Perpetual.

Article IV

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Robert B. George
1786 Challen Avenue #6
Jacksonville, Florida 32205

Mark R. George
328 Sunny Lane
Belleair, Florida 34616

Douglas L. Flaute
401 East Robinson Street #206
Orlando, Florida 32801

Article V

The right of the members to admit additional members and the terms and conditions of the admissions shall be: An additional member may be admitted to the Limited Liability Company if each existing member consents in writing. The rights and obligations of any additional members will be the same as the original members listed above, unless otherwise set forth in the Regulations of TCM Consulting, L.L.C.

Article VI

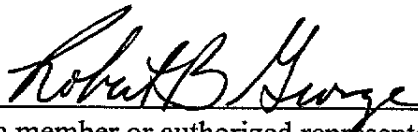
The right of the remaining members of the Limited liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be: The remaining members of TCM Consulting, L.L.C. may continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member if a majority of the other or existing members decides to do so.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of TCM Consulting, L.L.C. deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is \$3,000.00;
- 3) no property, other than cash, was contributed by the members;
- 4) the amount of cash or property anticipated to be contributed by the members is \$150,000.00;
- 5) the total amounts of 2, 3 and 4 is \$153,000.00.



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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**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 in designating the registered agent/registered office, in the State of Florida.

1. The name of the limited liability company is: TCM Consulting, L.L.C.

2. The name and address of the registered agent and office is:

Douglas L. Flaute
2170 West State Road 434, Suite 100
Longwood, Florida 32779

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.

Douglas L. Flaute
(Signature)

7/29/99
(Date)

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