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LAW OFFICE  
PAUL THIBADEAU  
SUITE 200  
150 SOUTH US HIGHWAY ONE  
JUPITER, FLORIDA 33477

PALM BEACH LOCATION  
Suite 201  
205 Worth Avenue  
Palm Beach, FL 33480

TELEPHONE (561)748-5685  
FACSIMILE (561)748-7421

August 11, 1999

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

000002958880--3  
-08/13/99--01025--001  
\*\*\*\*337.50 \*\*\*\*337.50

Re: Dawson Associates Appraisers of Florida, L.C.

Dear Sirs:

I enclose an original and one copy of Articles of Organization, Affidavit of Membership and Contributions and Acceptance of Designation by Registered Agent, for the above referenced limited liability company. I also enclose a check for \$337.50 for filing the above and for a certified copy of the Articles of Organization.

Please contact me if there is anything else you need to accomplish this filing.

Sincerely yours,

Paul Thibadeau

Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION  
OF  
DAWSON ASSOCIATES APPRAISERS OF FLORIDA, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Dawson Associates Appraisers of Florida., L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be Suite M207, 44 Coconut Row, Palm Beach, FL 33480.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate not later than December 31, 2010 unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Paul Thibadeau, Suite 200, 50 South U.S. Highway One, Jupiter, FL 33477.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the

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company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### ARTICLE IX -- MANAGEMENT

The company shall be managed by managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the managers of the company are:

NAME	ADDRESS
Linda J. Dawson Manger and President	223 Atlantic Avenue Palm Beach, FL 33480
Kenneth R. Dawson Manger and Vice President	223 Atlantic Avenue Palm Beach, FL 33480

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Palm Beach, Florida on this 22 day of July, 1999.

Linda J. Dawson  
Linda J. Dawson  
Kenneth R. Dawson  
Kenneth R. Dawson

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STATE OF FLORIDA  
COUNTY OF PALM BEACH

Linda J. Dawson  
Applicant

Sworn to (or affirmed) and subscribed before me this 22<sup>nd</sup> day  
of ~~June~~, 1999, by Linda J. Dawson  
July

Sara L. Davis  
Notary Public -- State of Florida

Identification ..... Personally Known ..... OR Produced

Type of Identification Produced .....

(SEAL)



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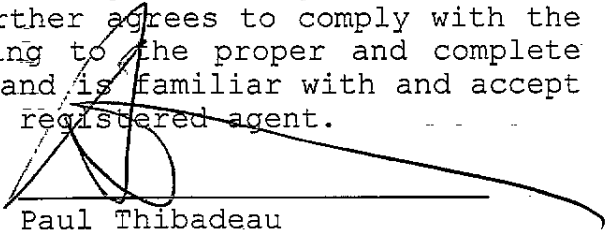
**EXHIBIT A**

1. A capital contribution of \$500.00.

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# ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Dawson Associates Appraisers of Florida, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

  
Paul Thibadeau  
Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Dawson Associates Appraisers of Florida, 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 member(s) is \$...500.00.....
3. If any, the agreed value of property other than cash contributed by member(s) is \$.....0..... A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members(s) is \$...500.00..... This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: July 22, 1999

Name .....

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Linda J. Dawson  
Applicant

Sworn to (or affirmed) and subscribed before me this 22nd day of July, 1999, by Linda J. Dawson

Sara L. Davis  
Notary Public -- State of Florida

Print, Type or Stamp  
Commissioned Name of Notary Public

Personally Known OR Produced Identification .....

Type of Identification Produced .....

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