

L990000006940

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Waller & Associates
Management, LLC

000003021690--7
-10/22/99--01002--014
****125.00 ****125.00

000003021690--7
-10/22/99--01002--015
*****21.25 *****21.25

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-10/22/99--01002--016
*****8.75 *****8.75

___ Art of Inc. File

___ LTD Partnership File

___ Foreign Corp. File

☒ L.C. File

___ Fictitious Name File

___ Trade/Service Mark

___ Merger File

___ Art. of Amend. File

___ RA Resignation

___ Dissolution / Withdrawal

___ Annual Report / Reinstatement

☒ Cert. Copy

___ Photo Copy

___ Certificate of Good Standing

___ Certificate of Status

___ Certificate of Fictitious Name

___ Corp Record Search

___ Officer Search

___ Fictitious Search

___ Fictitious Owner Search

___ Vehicle Search

___ Driving Record

___ UCC 1 or 3 File

___ UCC 11 Search

___ UCC 11 Retrieval

___ Courier

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 21 PM 4:43

RECEIVED
99 OCT 21 PM 4:19
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MJH

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

10/21 3:15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 21 PM 4:43

**ARTICLES OF ORGANIZATION
OF
WALLER & ASSOCIATES MANAGEMENT, LLC
a Florida Limited Liability Company**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, *Florida Statutes §608*, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **WALLER & ASSOCIATES MANAGEMENT, LLC** ("Company").

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of the company shall be 230 N.E. 51st Avenue, Ocala, FL 34470.

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 be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and registered office of the Company in the state of Florida are **J. WARREN BULLARD**, 18 N.W. Third Avenue, Ocala, FL 34475.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

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

ARTICLE VI - 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 members. A member may transfer his or her interest in the 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 VII - TERMINATION OF EXISTENCE -

MEMBER'S RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member 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 remaining members, provided there is at least one remaining member.

ARTICLE VIII - INITIAL MANAGER

The Company shall be managed by the members in accordance with the regulations adopted by all 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 name and address of the initial manager of the Company are:

Aletha L. Waller
230 N.E. 51st Avenue
Ocala, FL 34470

The initial manager shall serve until the first Annual Meeting of members or until her successor is elected and qualified or until a manager's death or resignation.

ARTICLE IX - INITIAL MEMBER

The name and address of the Initial Member of the Company who will be contributing initially cash and/or property valued at \$1,000.00 to the Company are:

Aletha L. Waller
230 N.E. 51st Avenue
Ocala, FL 34470

ARTICLE X - REGULATIONS

The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

ARTICLE XI - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these ARTICLES OF ORGANIZATION in accordance with the Florida Limited Liability Company Act.

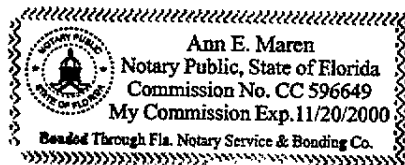
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Ocala, Florida, on this 20th day of October, 1999.

Aletha L. Waller
ALETHA L. WALLER - Organizer
Authorized Representative of the
Members

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 20th day of October, 1999, by ALETHA L. WALLER as organizer and authorized representative of the members, who is personally known to me, or who provided a Florida Driver's License as identification.

My commission expires:



Ann E. Maren
Notary Public State of Florida
Ann E. Maren
Printed Name of Notary

**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.

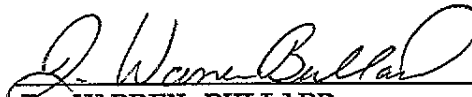
1. The name of the limited liability company is **WALLER & ASSOCIATES MANAGEMENT, LLC.**

2. The name and address of the Registered Agent and office is:

**J. WARREN BULLARD
18 N.W. Third Avenue
Ocala, FL 34475**

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.

Dated this 20th day of October, 1999.


J. WARREN BULLARD
Resident Agent