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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

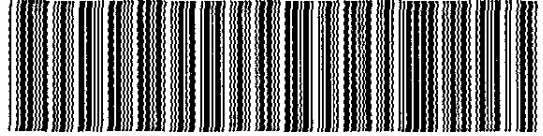
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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*BR*



**CORPORATION SERVICE COMPANY<sup>SM</sup>**

1201 Hays Street  
Tallahassee, FL 32301  
850-521-1000  
850-521-1010(fax)

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Account Number: 072100000032

Client Account Number: Ignacio G. Zulueta P.A.

Cost Limit: ~~XXXXXX~~ \$ 375.00

Authorization: Patricia Pyzdek

Contact: Carina Dunlap ext 1151

**Corporation Name(s) & Document number(s)**

- 1) School Development HC LLC
- 2) School Development HG LLC
- 3) School Development HG II LLC
- 4) \_\_\_\_\_

Stamped Copy       Certified Copy

**Type of Filings:**

<u>New Filings</u>	<u>Amendment</u>	<u>Qualification</u>
<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Profit
<input type="checkbox"/> NFP	<input type="checkbox"/> COA	<input type="checkbox"/> NFP
<input checked="" type="checkbox"/> LLC	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> LLC
<input type="checkbox"/> LTD	<input type="checkbox"/> Merger	<input type="checkbox"/> LTD

**Other:**

Annual Report       Fictitious Name       Reinstatement

ARTICLES OF ORGANIZATION  
FOR  
SCHOOL DEVELOPMENT HG II LLC, A FLORIDA LIMITED LIABILITY  
COMPANY

ARTICLE I-NAME:

The name of the Limited Liability Company is:

School Development HG II LLC, a Florida limited liability company

ARTICLE II - ADDRESS:

The Mailing Address of the principal office of the Limited Liability Company is:

c/o Ignacio G. Zulueta, Esq.  
Address: 6255 Bird Road  
Miami, Florida 33155

ARTICLE III - TERM:

The period of duration of the Limited Liability Company is:

Perpetual

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by the managing member(s) and said managing member(s) are as follows:

Kelly Mallon  
Address: 6255 Bird Road  
Miami, Florida 33155

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

New members may be admitted upon the approval by all of the then existing members of the Limited Liability Company.

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**ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS:**

The right, if given, of the remaining members of the if given, 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 may continue operating the business provided that the occurrence of any of the foregoing events shall not result in the admission of a replacement member (such as in the event of a judicial or administrative proceeding) that is not acceptable to the remaining members.

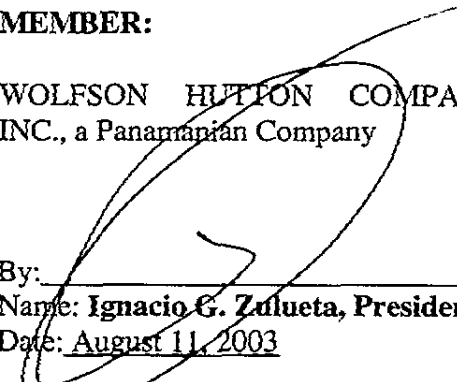
**ARTICLE VII - OWNERSHIP INTEREST:**

The entire non-assessable and fully transferable ownership interest in the Limited Liability Company is as follows:

WOLFSON HUTTON COMPANY, INC., a Panamanian Company 100%

**MEMBER:**

WOLFSON HUTTON COMPANY,  
INC., a Panamanian Company

By:   
Name: Ignacio G. Zulueta, President  
Date: August 11, 2003

**MANAGING MEMBER:**

By: KMallon  
Name: Kelly Mallon  
Date: August 11, 2003

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FLORIDA

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 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:

School Development HG II LLC, a Florida limited liability company

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

Name: Ignacio G. Zulueta, Esq.  
Address: 6255 Bird Road  
Miami, Florida 33155

Having been named as registered agent and to accept services 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.

By: \_\_\_\_\_  
Name: Ignacio G. Zulueta

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