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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

SUBJECT: PBG HOLDINGS GROUP, LLC

The enclosed Articles of Organization and fees of \$125.00 are submitted for filing. Please return all correspondence concerning this matter to the following:

Barbara Jean Forbes
11382 Prosperity Farms Road, Suite 227
Palm Beach Gardens, FL 33410

For further information concerning this matter, please call 561-625-1600.

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**ARTICLES OF ORGANIZATION
OF
PBG HOLDINGS GROUP, LLC**

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

ARTICLE I - NAME

The name of the Limited Liability Company shall be PBG HOLDINGS GROUP, LLC ("company").

ARTICLE II - ADDRESS

The mailing address of the company is 11382 Prosperity Farms Road, Suite 227, Palm Beach Gardens, Florida 33410.

The street address of the principal office of the company is 11382 Prosperity Farms Road, Suite 227, Palm Beach Gardens, Florida 33410.

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND AGENT'S SIGNATURE

The name and Florida street address of the registered agent of the Company are Barbara Jean Forbes, 11382 Prosperity Farms Road, Suite 227, Palm Beach Gardens, Florida 33410.

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 obligations of my position as registered agent as provided for in Chapter 608, F.S.


Barbara Jean Forbes

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ARTICLE IV – MANAGER(S) OR MANAGING MEMBER(S)

The name and address of each Manager or Managing Member is as follows:

Barbara Jean Forbes – MGRM

11382 Prosperity Farms Road, Suite 227
Palm Beach Gardens, Florida 33410

IN WITNESS WHEREOF, the undersigned member or authorized representative has made and subscribed these articles of organization at Palm Beach Gardens, Florida, on August 27, 2003.

Barbara Jean Forbes
Barbara Jean Forbes

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

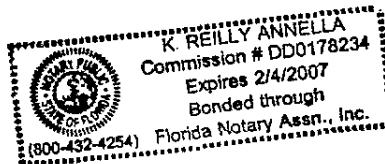
STATE OF FLORIDA)

COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 27 day of August, 2003 by Barbara Jean Forbes, who is personally known to me OR produced identification.

Type of identification produced: MA

K. Reilly Annelia
Notary Public -- State of Florida
K. REILLY ANNELIA



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