

04/19/2004 47 X 52 91  
DIVISION OF CORPORATIONS

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MJH

To:  
Division of Corporations  
Fax Number : (850) 205-0383

From:  
Account Name : BRINKLEY, MCNERNEY & MORGAN  
Account Number : 076077003213  
Phone : (954) 522-2200  
Fax Number : (954) 522-9123

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04 APR 19 AM 7:49  
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STATE OF FLORIDA

**LIMITED LIABILITY COMPANY**  
**RILEY PROPERTIES, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
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**ARTICLES OF ORGANIZATION  
OF  
RILEY PROPERTIES, LLC**

The undersigned, being authorized and intending to form a limited liability company under the Florida Limited Liability Company Act, declares that the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I  
NAME**

This name of the limited liability company shall be Riley Properties, LLC.

**ARTICLE II  
ADDRESS**

The street address and mailing address of the principal office of this limited liability company shall be:

3 Pelican Isle  
Fort Lauderdale, FL 33301

**ARTICLE III  
DURATION**

The duration of this limited liability company shall be perpetual, unless dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of this limited liability company's initial registered agent is Philip J. Morgan, Esq., and the address of the initial registered office is 200 East Las Olas Boulevard, Suite #1900, Fort Lauderdale, Florida 33301.

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**ARTICLE V  
PURPOSE AND POWER**

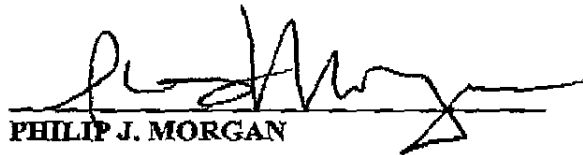
The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VI  
MANAGEMENT**

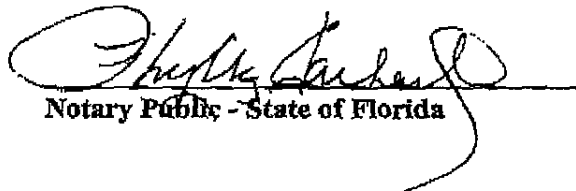
The limited liability company is to be managed by its members. The initial member of this Company shall be Leslie Steinger.

The undersigned, being an authorized representative of the initial member of this limited liability company, hereby certifies that this instrument constitutes the Articles of Organization of Riley Properties, LLC.

Executed on this 15th day of April, 2004.

  
PHILIP J. MORGAN

The foregoing instrument was acknowledged before me this 15th day of April, 2004, by Philip J. Morgan, as authorized representative of the initial member of Riley Properties, LLC, who is personally known to me or who produced his Florida driver's license as identification, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.

  
Notary Public - State of Florida

[Notary Stamp]



Phyllis Earhart  
MY COMMISSION # DD089702 EXPIRES  
April 12, 2006  
BONDED THROUGH TROY FARM INSURANCE, INC.

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE**

STATE OF FLORIDA :  
: 86  
COUNTY OF BROWARD :


Pursuant to the provisions of Florida Statutes Sections 608.415 and 608.407(1)(d), Riley Properties, LLC, submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Riley Properties, LLC.

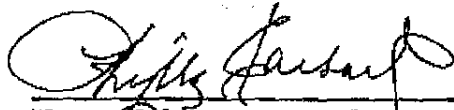
The name of the registered agent for Riley Properties, LLC is Philip J. Morgan, Esq., and the street address of the office where the agent is located is 200 East Las Olas Boulevard, Suite #1900, Fort Lauderdale, Florida 33301.

This statement is to acknowledge that, as indicated above, Riley Properties, LLC has appointed me, Philip J. Morgan, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 15th day of April, 2004.

  
Philip J. Morgan, Esq.  
Registered Agent

The foregoing instrument was acknowledged before me this 15th day of April, 2004, by Philip J. Morgan, Esq., who is personally known to me, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.

  
Notary Public - State of Florida

[Notary Stamp]



Phyllis Earhart  
MY COMMISSION # 00087702 EXPIRES  
April 12, 2006  
BOWDED TRUSTEY FARM INSURANCE, INC.

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