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2005 JUL 27 P 4: 06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

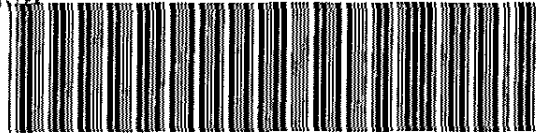
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LAW OFFICES  
**ASTOR & PHILLIPS**  
A PROFESSIONAL LAW CORPORATION

ORANGE COUNTY OFFICE  
333 CITY BOULEVARD WEST  
SUITE 705  
ORANGE, CALIFORNIA 92868-2924  
TELEPHONE (714) 634-8050  
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Z. HARRY ASTOR  
OF COUNSEL

July 20, 2005

**FILED**  
LOS ANGELES OFFICE  
800 WILSHIRE BOULEVARD  
LOS ANGELES, CALIFORNIA 90017-0009  
TELEPHONE (213) 680-9212  
FACSIMILE (213) 681-2919  
2005 JUL 21 P 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
PLEASE REPLY TO LA

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: **Bay-Cal, LLC**

Gentlemen:

We are enclosing the signed original Articles of Organization for Bay-Cal, LLC, a Florida Limited Liability Company. Also enclosed is a check in the sum of \$160 payable to the Division of Corporations in payment of the filing fee, Certificate of Status and a certified copy of the Articles of Organization. Please return all correspondence concerning this matter to the undersigned at the following address:

Mark La Bounty  
Astor & Phillips  
800 Wilshire Boulevard, Suite 1500  
Los Angeles, California 90017

I may be reached at (213) 680-9212 for any questions or additional information concerning this matter. Your anticipated cooperation is appreciated.

Very truly yours,

  
MARK LA BOUNTY

MLB:ds  
Enclosures

FILED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

2003 JUL 21 P 4 06

ARTICLE I - Name:

The name of the Limited Liability Company is:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bay-Cal, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

James Matthew Ragen  
99 Kentucky Avenue  
Lynn Haven, FL 32444

Tammi M. Harrington  
3106 N. Puente Street  
Fullerton, CA 92835

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

James Matthew Ragen  
Name

99 Kentucky Avenue  
Florida street address (P.O. Box **NOT** acceptable)

Lynn Haven FL 32444  
City, State, and Zip

*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 as provided for in Chapter 608, F.S..*

X James M Ragen  
Registered Agent's Signature

(CONTINUED)

**ARTICLE IV- Manager(s) or Managing Member(s):**

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

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MGRM

Andrew L. Ersek  
625 Lemon Hill Terrace  
Fullerton, CA 92632

MGRM

Steven L. Harrington  
3106 N. Puente Street  
Fullerton, CA 92835

(Use attachment if necessary)

**NOTE: An additional article must be added if an effective date is requested.**

**REQUIRED SIGNATURE:**



Signature of a member or an authorized representative of a member.

(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.)

Steven L. Harrington

Typed or printed name of signec

**Filing Fees:**

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)