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Division of Corporations
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Account Name : RITTER, RITTER & ZARETSKY
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Wharton Properties, LLC

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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**ARTICLES OF ORGANIZATION
FOR
WHARTON PROPERTIES, LLC**

ARTICLE I - NAME

The name of this Limited Liability Company is WHARTON PROPERTIES, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 1435 Collins Avenue, Miami Beach, FL 33139

ARTICLE III - DURATION

This Limited Liability Company shall exist perpetually.

ARTICLE IV - PURPOSE

The purpose for which this Limited Liability Company is created is: any and all legal purposes

ARTICLE V - MANAGEMENT

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

Todd Wharton
1435 Collins Avenue
Miami Beach, FL 33139

ARTICLE VI - REGISTERED AGENT/REGISTERED OFFICE

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

Rose Wharton
1435 Collins Avenue
Miami Beach, FL 33139

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.

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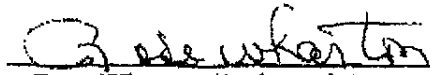
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Rose Wharton, Registered Agent

The Undersigned, as a Member of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

Dated: August 17, 2005


Rose Wharton

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