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Frazier, Hotte & Associates, P.A.

ATTORNEYS AT LAW

ROBERT W. FRAZIER, Jr., Esq. JOHN F. HOTTE, Esq.

January 19, 2004

Of Counsel:
Me DANIEL HOTTE*, LUL
*admitted to practice
only in the Province
of Quebec Canada

Secretary of State Registration Section Division of Corporation P. O. Box 6327 Tallahassee, Florida 32314

IN RE:

Articles of Organization for Florida Limited Liability Company:

Advanced Connections, LLC;

3424 Ocean, LLC

Gentlemen:

Enclosed please find duplicate original Articles of Organization for each of the above entities, together with our checks in the amount of \$133.75 for filing fee and certified copy for each company.

Should you have any questions, kindly contact me.

Very truly yours,

Linda M. Lacertosa, secretary to

ROBERT W. FRAZIER, JR., ESQ.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I NAME

The name of the limited Liability Company is 3424 OCEAN, LLC.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308.

ARTICLE III MANAGEMENT

The Limited Liability Company is to be managed by one or more of the members and the name and address of the initial co-managing members are: Robert W. Frazier, Jr., 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308; and Sidney Schwartzberg, 780 Third Avenue, Suite 2101, New York, New York,

ARTICLE III EFFECTIVE DATE

The effective date of this Limited Liability Company is as of the date of filing of this Company.

ARTICLE IV REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

ROBERT W. FRAZIER, JR., ESQ. FRAZIER, HOTTE & ASSOCIATES, P.A. 2400 East Commercial Boulevard, Suite 826 Fort Lauderdale, Florida 33308

EFFECTIVE DATE

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.

Resident Agent's Signature

Signature of a member or an authorized representative of a member

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

Robert W. Frazier, Jr., Esq., authorized representative
Typed or Printed name of signee

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