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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850)922-4003

## From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

EFFECTIVE DATE

2-7-00

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## LIMITED LIABILITY COMPANY

Gulf Pacific Properties, LLC

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Corporate Filing

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Gulf Pacific Properties, LLC

### Article II. Address

The Company's street and mailing address is:  
Gulf Pacific Properties, LLC  
888 Blvd. of the Arts #902  
Sarasota FL 34236

EFFECTIVE DATE  
2-7-00

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Chris Pettit  
888 Blvd. of the Arts #902  
Sarasota FL 34236

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### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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Article V. Management

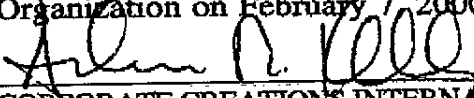
This will be a member-managed company. The name of each member is:

Chris Pettit  
Ron Pettit  
Tom Luburic  
Susan Schilling  
Christian Schilling

Article VI. Company Existence

The Company's existence shall begin effective as of February 7, 2000.

The undersigned authorized representative of a member executed these Articles of Organization on February 7, 2000.

  
\_\_\_\_\_  
CORPORATE CREATIONS INTERNATIONAL INC.  
Andreas M. Kelly Vice President

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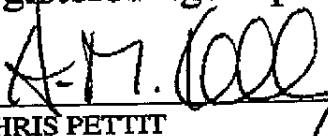
## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:  
Gulf Pacific Properties, LLC

REGISTERED AGENT/OFFICE:  
Chris Pettit  
888 Blvd. of the Arts #902  
Sarasota FL 34236

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
CHRIS PETTIT  
by A.M. Kelly as attorney-in-fact

Date: February 7, 2000

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
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