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Licensed in D.C. and Florida only Licensed in Florida & Ohio only Licensed in California & Nevada only

RETURN TO: ROBERT L. UNDERWOOD

Southern California/Nevada Office 3900 Paradise Road Suite U 4000 WestChase Blvd. Suite 410as Vegas, Nevada 89109

Tel: (702) 699-7333 Fax: (702) 699-7377

January 26, 2000

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

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BROWN EYED GIRL, LLC Re:

ARTICLES OF ORGANIZATION

Raleigh, NC 27607

Dear Secretary:

We are enclosing herewith an original and a copy of the Articles of Organization for the above named Limited Liability Company. In addition, a check in the sum of \$125 is enclosed which represents the filing fee and the fee for designation of Registered Agent.

Please file the original of the enclosed Articles of Organization and return a filed copy to:

> Robert L. Underwood 4000 WestChase Boulevard, Suite 410 Raleigh, NC 27607

Thank you for your assistance.

Respectfully submitted,

Robert L. Underwood

ARTICLES OF ORGANIZATION FOR BROWN EYED GIRL, LLC

ARTICLE I NAME

The name of the Limited Liability Company is:

BROWN EYED GIRL, LLC

ARTICLE II ADDRESS

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

3939 Crayton Road Naples, FL 34103

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

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

ROBERT L. UNDERWOOD 537 East Park Avenue Tallahassee, FL 32301.

Having been named as registered agent and to accept service of process Frither 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..

Registered Agent's Signature

ARTICLE IV MANAGEMENT(Check box if applicable)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

(An additional article must be added if an effective date is requested)

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.)

Robert L. Underwood .

Typed or printed name of signee

00 MAR -6 AM 9: 26 SECRETARY OF STATE TALLAHASSEE, FLORIDA