

**RUDEN
McCLOSKEY
SMITH
SCHUSTER &
RUSSELL, P.A.
ATTORNEYS AT LAW**

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March 27, 2000

Florida Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32301

400003190434--1
-03/30/00-01033-014
*****125.00 ***125.00**

Re: Kiwi Investments, LLC

Dear Sir or Madam:

Enclosed for filing are the proposed Articles of Organization for Kiwi Investments, LLC, a Florida limited liability company. Also enclosed is a check in the amount of \$125.00 to cover the filing fee.

Please file the original Articles and forward confirmation of the filing to me at Post Office Box 49017, Sarasota, Florida 34230.

Sincerely yours,

RUDEN, McCLOSKEY, SMITH,
SCHUSTER & RUSSELL, P.A.


John M. Dart

JMD/jlb
Enclosures

FILED
00 MAR 30 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
KIWI INVESTMENTS, LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is KIWI INVESTMENTS, LLC (the "Company").
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 1217 East Avenue, South, Suite 301, Sarasota, Florida 34239.
3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: John M. Dart, Ruden, McClosky, Smith, Schuster & Russell, P.A., 1549 Ringling Boulevard, Suite 600, Sarasota, Florida 34236.
4. MANAGEMENT. The business of the limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company.

The undersigned has executed these Articles of Organization on the 21st day of March, 2000.

KIWI INVESTMENTS, LLC

By: _____

Jason Harwell

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

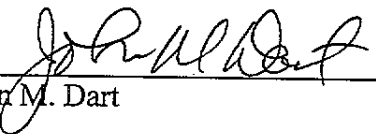
**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: KIWI INVESTMENTS, LLC.
2. The name and address of the registered agent and office is:

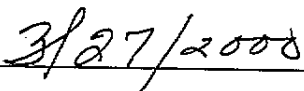
John M. Dart
Ruden, McClosky, Smith, Schuster & Russell, P.A.
1549 Ringling Boulevard, Suite 600
Sarasota, Florida 34236

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 its 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.



John M. Dart

Registered Agent



(Date)

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TALLAHASSEE, FLORIDA