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MARIAN PEARLMAN NEASE  
Attorney At Law  
The Plaza, Suite 800  
55 Town Center Road, Boca Raton, Florida 33480  
561-391-4900 • Fax: 561-361-1174

April 3, 2000

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-04/05/00--01024--009  
\*\*\*\*\*125.00 \*\*\*\*\*125.00

Re: Yulupa, LLC

Dear Sir/Madam:

L-4151

Enclosed are the Articles of Organization for Yulupa, LLC, together with a check in the amount of \$125.00 for the filing fees. Please stamp and return a copy in the enclosed envelope. Thank you.

Very truly yours,

*Marian Pearlman Nease*

MARIAN PEARLMAN NEASE  
Enclosure

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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FILED

**ARTICLES OF ORGANIZATION**

**OF**

**Yulupa, LLC**

**ARTICLE I**  
**NAME**

The name of the limited liability company is Yulupa, LLC.

**ARTICLE II**  
**DURATION**

This limited liability company shall have perpetual existence.

**ARTICLE III**  
**PURPOSE**

The limited liability company is organized for any lawful purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict with these Articles of Organization.

**ARTICLE IV**  
**ADDRESS**

The principal place of business and mailing address of the limited liability company shall be Suite 801, 5355 Town Center Road, Boca Raton, FL 33486.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent of the limited liability company is Marian Pearlman Nease and the initial registered agent's office is Suite 801, 5355 Town Center Road, Boca Raton, FL 33486.

**ARTICLE VI**  
**MANAGEMENT**

The limited liability company will be managed by a managing member. The name and address of the managing member is:

Mark A. Tracy

2925 Dean Parkway, #404  
Minneapolis, MN 55410

**ARTICLE VII**  
**POWERS**

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The limited liability company shall have all of the powers enumerated in the Limited Liability Act.

ARTICLE VIII  
ADMISSION OF NEW MEMBERS

The members shall have the right to admit new members. The terms and conditions for the admission of new members are as follows:

Any person or entity approved by a unanimous written consent of all existing members may, subject to the terms of the Regulations, become an additional member in the limited liability company by the sale of new interests for such consideration as the members shall determine.

ARTICLE IX  
RIGHT OF CONTINUANCE

The members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the limited liability company.

ARTICLE X  
REGULATIONS

The Regulations may be adopted, altered, amended or repealed by the members.

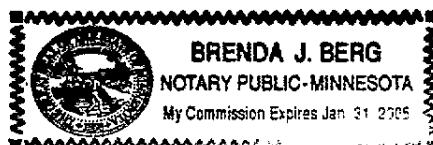
IN WITNESS WHEREOF, a member of the limited liability company has executed these Articles of Organization on the 31 day of March, 2000, and affirms under the penalties of perjury that the facts contained in these Articles of Organization are true to the best of his knowledge.

  
\_\_\_\_\_  
Mark A. Tracy

STATE OF MINNESOTA  
COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this 31 day of March, 2000, by Mark A. Tracy, who is personally known to me or produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC



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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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:

Yulupa, LLC

2. The name and address of the registered agent and office is:

Marian Pearlman Nease  
Suite 801  
5355 Town Center Road  
Boca Raton, FL 33486

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 AN ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Marian Pearlman Nease  
(Registered Agent)

DATE: March 31, 2000

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00 APR -5 PM 1:38  
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