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Andrew F. Dunstan. (561) 650-7941

July 13, 2000

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Three Hillbilly, L.L.C.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization for the above referenced limited liability company together with a check in the amount of \$125.00 for the filing fees.

Please return a filed copy to me in the envelope I have provided. Thank you for your assistance in this matter.

Sincerely yours,

Andrew F. Dunstan Legal Assistant to

Phillip T. Ridolfo, Jr.

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Enclosures: as stated

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ARTICLES OF ORGANIZATION OF Three Hillbilly, L.L.C.

ARTICLE I - Name

The name of the Limited Liability Company is: Three Hillbilly, L.L.C.

ARTICLE II - Address

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

2300 Palm Beach Lakes Blvd., Suite 305 West Palm Beach, FL 33409

ARTICLE III- Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the Registered Agent are:

Phillip T. Ridolfo, Jr., Esquire 777 S. Flagler Drive, Suite 300E West Palm Beach, Florida 33401

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, Florida Statutes.

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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.

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.)

Phillip T. Ridolfo, Jr., Esquire Typed or printed name of signee

FILING FEES:

\$100.00 Filing Fee for Articles of Organization \$25.00 Designation of Registered Agent \$30.00 Certified Copy (Optional) \$5.00 Certificate of Status (Optional)

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