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August 12, 2000

Florida Department of State
Division of Corporations
49 Gaines Street
Tallahassee, Florida 32399

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-08/16/00--01071--005
****125.00 ****125.00

**Re: Formation of Sebastian Resources 400, LLC
a Florida Limited Liability Company**

Dear Sir/Madam:

L-10/97

Enclosed and filed herewith are the Articles of Organization for the above limited liability company and our check in the amount of \$125.00 for the filing fees and associated costs.

If you have any questions, please call me.

Very truly yours,

W. RODGERS MOORE, P.A.

Allison Edwards
Allison Edwards, Esq.

Enclosures

cc: Mr. John Copanos

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

SEBASTIAN RESOURCES 400, LLC, A Florida Limited Liability Company

ARTICLE I

NAME

The name of this limited liability company is: Sebastian Resources 400, LLC.

ARTICLE II

ADDRESS

The address of the place of business and the mailing address of the limited liability company are Suite 210-A, 4800 North Federal Highway, Boca Raton, Florida 33431.

ARTICLE III

MANAGEMENT

This limited liability company is to be initially managed by John S. Copanos and Dwight Sliger, until they are removed or they resign and their successor or successors are elected.

ARTICLE IV

REGISTERED AGENT

The name and address of the initial registered agent for service is W. Rodgers Moore, Esq., Suite 210-A, 4800 North Federal Highway, Boca Raton, Florida 33431.

Executed this 3rd day of August, 2000.

MEMBER

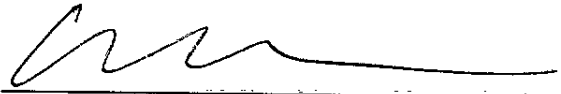
By: _____

John Copanos

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned Registered Agent, who is a resident of Palm Beach County, Florida, resides at 7623 Sierra Terrace, Boca Raton, Florida 33433 and whose office address is Suite 210-A, 4800 North Federal Highway, Boca Raton, Florida 33431, accepts designation as Registered Agent.



W. Rodgers Moore

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SECRETARY OF STATE
TALLAHASSEE FLORIDA