Suntate Research Requester's Name			
City/State/Zip Phone #	15359		
CORPORATION NAME(S) & DOCUMENT NU	Office Use Only MBER(S), (if known):		
1. Pacific Holdings, LLC (Corporation Name) (Document #)			

1. Pacific 1 (Corporation N	toldings,	(Document #)		
2(Corporation N		(Document #)	-	
3(Corporation N	ame)	(Document #)	DIVISION C	
4(Corporation N	ame)	(Document #)	DIVISION OF CORPER	
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Profit Not for Profit Limited Liability Domestication Other	Res Cha	endment signation of R.A., Offi ange of Registered Ag solution/Withdrawal	icer/Director	
OTHER FILINGS Annual Report Fictitious Name	REGIST Fore Lim	FRATION/QUALIF eign hited Partnership histatement demark	SECRETARY OF STATE FALLAHASSEE, FLORIDA ICATION	APPROVIDE AND FILED OO DEC 12 PH 2: 47
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PACIFIC HOLDINGS, L.L.C.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

PACIFIC HOLDINGS, L.L.C.

ARTICLE II - Address

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

5000 North Ocean Boulevard, Unit 512 Fort Lauderdale, Florida 33308

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company is to be managed by its members. The name and address of the sole member is as follows:

Barry C. Sterne 5000 North Ocean Boulevard, Unit 514 Fort Lauderdale, Florida 33308

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AND ANASSET FISIALE.

ARTICLE V - Registered Agent and Office

The name and address of the initial registered agent of the Limited Liability Company is:

David A. Gart 250 Australian Avenue South, Suite 500 West Palm Beach, Florida 33401

ARTICLE VI - Miscellaneous

Additional members may be admitted to this Limited Liability Company upon the unanimous approval of all of the members of this Limited Liability Company, on such terms and conditions as may be approved by all of the members of this Limited Liability Company.

The remaining members of this Limited Liability Company shall have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member.

PACIFIC HOLDINGS, L.L.C., a Florida

Limited Liability Company

Barry C. Sterne, Sole Member

SECRETARY OF STATE JALLAHASSEE, FLORIDA

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: heemen //, 2000

David A. Gart

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