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GOLDSTEIN & MARKS
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(A Partnership of Professional Associations)
500 EAST KENNEDY BLVD.
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January 25, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization -
Southlight Investments, Inc.

800003581958--2
-01/26/01--01116--006
***125.00 ***125.00

Dear Sir or Madam:

Enclosed please find an original and copy of Articles of Organization for the above-referenced limited liability company along with our firm check in the amount of \$125.00 for your fee.

Please return a copy of the Articles in the self-addressed, stamped envelope I have provided. Thank you.

Very truly yours,

GOLDSTEIN & MARKS


Leonard H. Marks, Esquire

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00 JAN 26 AM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1/29

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of this Limited Liability Company is:

SOUTHLIGHT INVESTMENTS, LLC

ARTICLE II - Address:

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

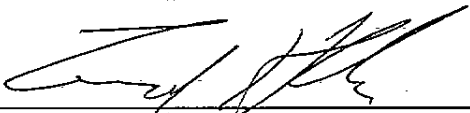
500 E. Kennedy Blvd.
Suite 101
Tampa, Fl. 33602

ARTICLE III - Registered Agent, Office and Signature:

The name and the Florida street address of the registered agent are:

Leonard H. Marks
500 E. Kennedy Blvd.
Tampa, Fl 33602

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, F.S.



Leonard H. Marks, registered agent



Leonard H. Marks, 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)

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JUN 26 AM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA