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Martin N. Goldsmith  
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MJH

January 29, 2001

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

400003673224--2  
-02/09/01--01107--017  
\*\*\*\*125.00 \*\*\*\*125.00

RE: C.G.R.M., LLC

Dear Sir or Madam:

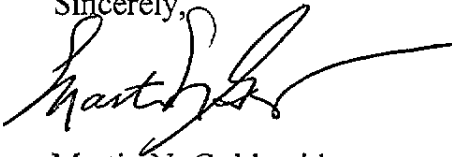
Enclosed please find the following:

1. Two (2) copies of the Articles of Organization of C.G.R.M., LLC and the Acceptance of the registered Agent executed as appropriate.
2. A self addressed stamped envelope.
3. A check in the amount of \$125.00 for the filing fee

Please have both copies of the enclosed stamped as appropriate and return one (1) cpy to the undersigned

Please contact me if you have questions.

Sincerely,



Martin N. Goldsmith  
Counsel

cc: Carl E. Grosskreutz

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF ORGANIZATION**

**OF**

**C.G.R.M., LLC**

**FIRST:** The name of the limited liability company is C.G.R.M., LLC (hereinafter "Limited Liability Company").


**SECOND:** The duration of the Limited Liability Company shall be perpetual.

**THIRD:** The purpose of the Limited Liability Company is to engage in any lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

**FOURTH:** The initial principal business office street address and the mailing address of the Limited Liability Company in Florida is c/o CEGLA Enterprises, Inc., 1700 Tamiami Trail, Suite G-5, Port Charlotte, FL 33948.

**FIFTH:** The Limited Liability Company is to be managed by one or more managers under the terms of the Operating Agreement of the Company and is, therefore, a manager-managed company.

**SIXTH:** The registered agent of the Limited Liability Company is Mr. Carl E. Grosskreutz, 2390 Mauritania Road, Punta Gorda, Florida 33983

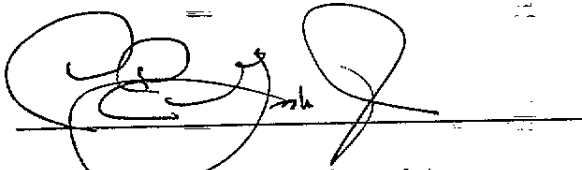
By:   
Managing Member

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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## ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the stated limited liability company at the place designated in the certificate to which this acceptance is attached, 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



Carl E. Grosskreutz, Registered Agent