L01000009584

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Florida Secretary of State Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399 May 29, 2001

L01-9584

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Southern California/Nevada Office 3900 Paradise Road Suite U Las Vegas, Nevada 89109 Tel: (702) 699- 7333 Fax: (702) 699- 7377

Re:

Pinocchios, LLC

Articles of Organization

and

Duvar, Inc.

Articles of Dissolution

UUUUU4376740-----06/07/01--01136----009 *****125.00 *****125.00

Dear Secretary of State:

I am enclosing herewith an original and a copy of the Articles of Organization for the above-named limited liability company. In addition, a check in the sum of \$125 is enclosed for this filing and registered agent designation.

Additionally, I have enclosed an original and a copy of Articles of Dissolution for Duvar, Inc. Finally, I have enclosed a check in the amount of \$35 to cover the filing fees for this dissolution.

Please file the original of both enclosed documents, and return the to the undersigned.

Jeffery G. Roberts 4000 WestChase Blvd., Suite 410 Raleigh, NC 27607

Respectfully submitted,

Jéfferv G. Roberts

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ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is:

PINOCCHIOS, LLC

ARTICLE II ADDRESS

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

14830 MAHOE COURT FORT MYERS, FL 33908

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

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

ALAN M. DUENAS 14830 MAHOE COURT' FORT MYERS, FL 33908

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, 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..

Registered Agent's Signature

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.

(An additional article must be added if an effective date is requested)

ARTICLE V OTHER PROVISIONS

To the full extent from time to time permitted by law, no person who is serving or who has served as a manager of the limited liability company shall be personally liable in any action for monetary damages for breach of his or her duty as a manager, whether such action is brought by or in the right of the limited liability company or otherwise. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Organization inconsistent with this Article, shall eliminate or reduce the protection afforded by this Article to a manager of the limited liability company with respect to any matter which occurred, or any cause of action, suit or claim which but for this Article would have accrued or risen, prior to such amendment, repeal or adoption.

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 hereintare true.)

Alan M. Duenas
Typed or printed name of signee

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