

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L01000009935
FILED
June 20, 2001
Sec. Of State**

Article I

The name of the Limited Liability Company is:

PHOENIX II FUND, LLC

Article II

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

3060 ALTERNATE U.S. 19 NORTH
B-7
PALM HARBOR, FL. 34683

The mailing address of the Limited Liability Company is:

3060 ALTERNATE U.S. 19 NORTH
B-7
PALM HARBOR, FL. 34683

Article III

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

SAL FARINELLA SR
3060 ALTERNATE U.S. 19 NORTH
B-7
PALM HARBOR, FL. US 34683

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.

Registered Agent Signature: SAL FARINELLA, SR

Article IV

The Limited Liability Company is a manager managed company

Signature of member or an authorized representative of a member

Signature: SAL FARINELLA, SR