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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

AL

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

Rosewood Capital, LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Rosewood Capital, LLC

Article II. Address

The Company's street and mailing address is:

Rosewood Capital, LLC
P.O. Box 3369
Placida FL 33946

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Melissa K. Rice
1900 Main Street
Suite 300
Sarasota FL 34236

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Melissa K. Rice | FL Bar Member 416533
Lowery & Rice, P.A.
1900 Main Street
Suite 300
Sarasota FL 34236
941-954-1900
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Article V. Management

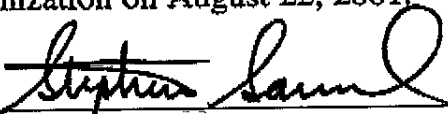
This will be a manager-managed company. The name and address of each manager is:

JOSEPH C. HUFFMAN
P.O. Box 3369 Placida FL 33946

Article VI. Company Existence

The Company's existence shall begin effective as of August 22, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on August 22, 2001.



MELISSA K. RICE
by S. T. Samuel as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

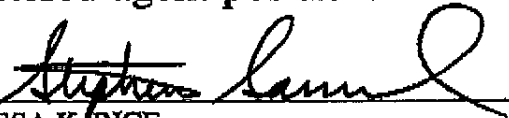
Rosewood Capital, LLC

REGISTERED AGENT/OFFICE:

Melissa K. Rice
1900 Main Street
Suite 300
Sarasota FL 34236

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MELISSA K. RICE
by S. T. Samuel as attorney-in-fact

Date: August 22, 2001

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