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WILLIAM E. SHOEMAKER 2400 E. LAS OLAS BLVD., PMB 120 FORT LAUDERDALE, FLORIDA 33301 (954) 761-9111

September 6, 2001

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Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find to original Articles of Organization for the New River Company LLC and my check in the amount of \$125 to cover the registration fees and Designation of Registered Agent. Please return one copy of the Articles to the above address.

Thank you for your assistance with this matter.

Very truly yours,

William E. Shoemaker

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ARTICLES OF ORGANIZATION FOR NEW RIVER COMPANY, LLC

ARTICLE I – Name:

The name of the Limited Liability Company is: New River Company, LLC.

ARTICLE II - Address:

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

2400 E. Las Olas Blvd., PMB 120 Fort Lauderdale, FL 33301

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

William E. Shoemaker 2400 E. Las Olas Blvd., PMB 120 Fort Lauderdale, FL 33301

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.

ARTICLE IV – Management

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company.

William E. Shoemaker, Member

M. E. Shounder