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LIMITED LIABILITY COMPANY

Genesis II Associates LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
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**ARTICLES OF ORGANIZATION
OF
GENESIS II ASSOCIATES LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is GENESIS II ASSOCIATES LLC (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 565 East Hillsboro Boulevard, Deerfield Beach, Florida 33441.

3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: Edward Masi, 565 East Hillsboro Boulevard, Deerfield Beach, Florida 33441.

4. MANAGER. The Company is to be a manager-managed Company.

The undersigned has executed these Articles of Organization on the 25 day of September, 2001.

By: Edward Masi
Edward Masi, Member

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: GENESIS II ASSOCIATES LLC.
2. The name and address of the registered agent and office is:

Edward Masi
565 East Hillsboro Boulevard
Deerfield Beach, Florida 33441

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 its 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.

Edward Masi
Edward Masi, Registered Agent

Date: 9/25/01

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