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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

Avalon Financial Services, LLC

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
AVALON FINANCIAL SERVICES, LLC**

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These Articles of Organization of Avalon Financial Services, LLC (the "Company"), have been duly executed and are being filed by the undersigned member to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

**ARTICLE I
NAME**

The name of the limited liability company formed hereby is Avalon Financial Services, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 5030 Champion Blvd., G-6, Ste. 289, Boca Raton, Florida 33496.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent and registered office of the Company is William E. Dyer, 5030 Champion Blvd., G-6, Ste. 289, Boca Raton, Florida 33496.

**ARTICLE IV
MANAGEMENT**


The Company is to be managed by its manager as set forth in its Operating Agreement and is therefore a manager-managed company.

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IN WITNESS WHEREOF, the undersigned executed these Articles of
Organization on the 4th day of October, 2001.


William B. Dyer, 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 herein are true.).

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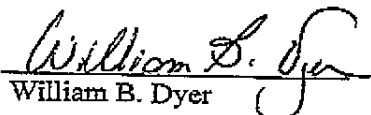
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

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

1. The name of the limited liability company is AVALON FINANCIAL
SERVICES, LLC.
2. The name and Florida street address of the registered agent and office are:

William B. Dyer
5030 Champion Blvd., G-6, Ste. 289
Boca Raton, Florida 33496

*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 in Chapter 608, F.S.*


William B. Dyer

Date: October 4, 2001

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