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TALLAHASSEE, FL 32301

CONTACT: *Betty Young*

ACCOUNT #: 072100000032

REF#: *808421*

AUTHORIZATION: *Patricia Pignatelli*

COST LIMIT: \$*155.00*

900004625209--5

ORDER DATE: *10-5-2001*

ENTITY NAME: *9308 HOLDINGS, L.L.C.*

DOMESTIC FILING

FOREIGN FILING

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

QUALIFICATION

CERTIFICATE OF LLC

ARTICLES OF AMENDMENT

PLEASE RETURN

STAMPED COPY

CERTIFIED COPY

CERTIFICATE OF GOOD STANDING

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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105-01

ARTICLES OF ORGANIZATION

FOR

9308 HOLDINGS, L.L.C.

The undersigned person, acting as the organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

- 1. Name.** The name of this limited liability company is "9308 HOLDINGS, L.L.C." ("Company").
- 2. Duration.** The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.
- 3. Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Limited Liability Company Act.
- 4. Principal Place of Business.** The mailing and street address of its initial principal place of business is:

C/O Richard J. Alan Cahan, Esq.
Becker & Poliakoff, P.A.
5201 Blue Lagoon Drive, Suite 100
Miami, Florida 33126
- 5. Registered Agent and Office.** The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, is:

RICHARD J. ALAN CAHAN, ESQ., Esq.
Becker & Poliakoff, P.A.
5201 Blue Lagoon Drive, Suite 100
Miami, FL 33126-2065

The address of its registered office is:

5201 Blue Lagoon Drive, Suite 100
Miami, FL 33126-2065

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TALLAHASSEE, FL 09102

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6. **Capitalization.** The capital contribution of its single member has a value of \$1,000.00.

7. **Additional Capital Contributions of Members.** Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.

8. **Admission of Additional Members.** Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.

9. **Continuity.** The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.

10. **Management.** The business of the Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and mailing address of the initial Managers of the Company are:

PETER PLAISIER
Dorpsstraat 53c,
3342 BB Hendrik-Ido-Ambacht
The Netherlands

R.W. BOL
Archterambachtseweg 300
3342 LB Hendrik-Ido-Ambacht
The Netherlands

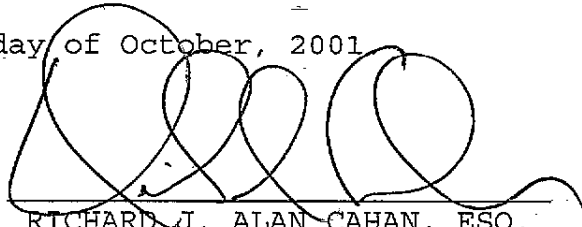
11. **Initial Members.** The name and address of the initial single member of the Company is as follows:

BOUWONTWIKKELINGSMAATSCHAPPIJ MAASZICHT B.V.
Nijverheidsweg 37
P. O. Box 131
3340 AC Hendrik-Ido-Ambacht
The Netherlands

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TALLAHASSEE, FLORIDA

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Dated this _____ day of October, 2001



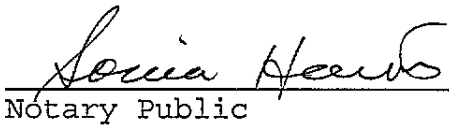
RICHARD J. ALAN CAHAN, ESQ.
as an authorized Representative
of the single member

State of Florida)

) ss

County of Miami-Dade)

The foregoing Articles of Organization were acknowledged before me this 4th day of October, 2001, by Richard J. Alan Cahan, Esq., as an authorized Representative of the single member, who has produced his passport for identification.



Notary Public

Name of Notary: SONIA HARRIS

My Commission expires: _____

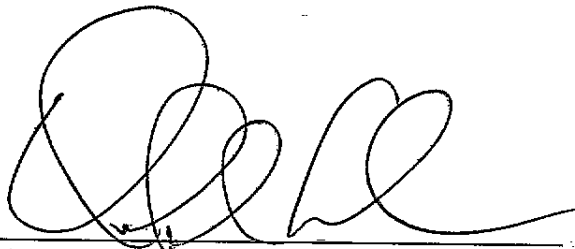
OFFICIAL NOTARY SEAL
SONIA HARRIS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC967382
MY COMMISSION EXP. OCT. 5, 2004

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Consent to Appointment as Registered Agent

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.



RICHARD J. ALAN CAHAN, ESQ.,
as Registered Agent

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