May 1. War Vindle, D.A. 14024

TEL. 941-923-1685 FAX. 941-923-0174 E-mail:info@mevwpa.com lainicvw@mevwpa.com lauriesams@mevwpa.com

October 30, 2001

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

Re:

Pala Wanka Gems, LLC

Dear Sirs:

Enclosed please find the fully executed Articles of Organization, along with one copy for conforming, in connection with the aforementioned limited liability company for filing. A check in the amount of \$125.00 has been included for the state's filing fee.

Once the Articles has been filed, please return the conformed copy of our office in the self-addressed, stamped envelope provided.

Should you have any questions or comments, please do not hesitate to contact our office.

Sincerely yours,

an Volack

Dina M. Volack Legal Assistant

/dmv Enclosures

W/1907

ARTICLES OF ORGANIZATION OF PALA WANAKA GEMS, LLC

<u> ARTICLE I - NAME</u>

The name of this Limited Liability Company is: PALA WANAKA GEMS, LLC.

ARTICLE II - DURATION

The Limited Liability Company shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Limited Liability Company is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent for service of process of this Limited Liability Company shall be at 1343 Landings Drive, Sarasota, Florida 34231 and the initial registered agent of this Limited Liability Company at such office shall be PATRICIA A. MARTIN, who upon accepting this designation agrees to comply with the provisions of Section 608.463 and 48.061, Florida Statutes as mended from time to time, with respect to keeping an office open for service of process.

ARTICLE V - MANAGEMENT OF COMPANY

The Limited Liability Company shall be managed by a manager. The names and addresses of the initial manager listed below shall serve until the first annual meeting of members or until her successors are elected and qualify.

Name of Manager: Patricia A. Martin

Address: 1343 Landings Drive Sarasota, FL 34231

ARTICLE VI - MAILING and STREET ADDRESS

The street address of the principal office of the Limited Liability Company is: 1343 Landings Drive, Sarasota, FL 34231

The mailing address of the principal office for the Limited Liability Company is:1343 Landings Drive, Sarasota, FL 34231

ARTICLE VII - EXECUTING MEMBER

The name and address of the member signing these Articles of Organization is: Patricia A. Martin, 1343 Landings Drive, Sarasota, FL 34231

BY: PATRICIA A. MARTIN, Managing Member

State of Florida County of Sarasota

The foregoing instrument was acknowledged before me this 29 th day of October, 2001, by PATRICIA A. MARTIN,, who is personally known V OR who produced a driver's license as identification.

My Commission Expires:

Notary Public - State of Florida



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PALA WANAKA GEMS, LLC, at the place designated in the Articles of Organization, PATRICIA A. MARTIN agrees to act in this capacity, is familiar with and accepts the obligations of that position and agrees to comply with the provisions of Section 608.463 and 48.061 relative to keeping open such office.

Date: October 29, 2001

ATRICIA A MARTIN

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SECRETARY OF STATE
TALLAHASSEE FINITE