

# L0/00002/485-

Florida Department of State  
Division of Corporations  
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EFFECTIVE DATE  
12-10-01

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

**LIMITED LIABILITY COMPANY**

**GBT Acquisition, LLC**

Certificate of Status	1
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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
GBT Acquisition, LLC

### Article II. Address

The Company's street and mailing address is:

GBT Acquisition, LLC  
3300 PGA Boulevard  
Suite 990  
Palm Beach Gardens FL 33410

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### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Peter M. Bernhardt, Esq.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Andrew Von Gustedt | FL Bar Member 148296  
Reid, Metzger, & Bernhardt, P.A.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401  
561-659-7700

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Article V. Management

This will be a member-managed company. The name and address of each member is:

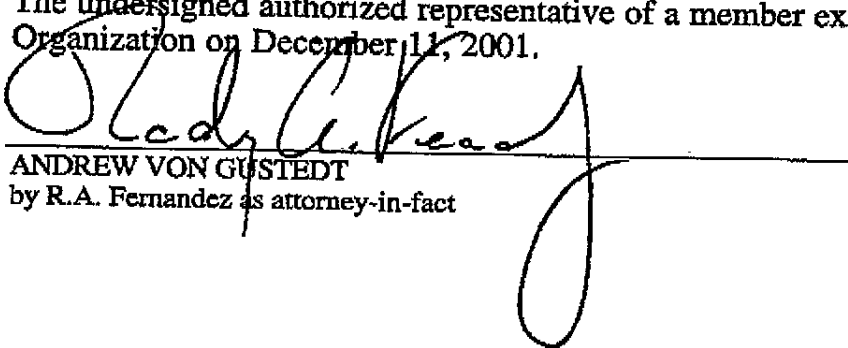
KENNETH R. KENNERLY  
3300 PGA Boulevard Suite 990 Palm Beach Gardens FL 33410

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Article VI. Company Existence

The Company's existence shall begin effective as of December 10, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on December 11, 2001.

  
\_\_\_\_\_  
ANDREW VON GUSTEDT  
by R.A. Fernandez as attorney-in-fact

Andrew Von Gustedt | FL Bar Member 148296  
Reid, Metzger, & Bernhardt, P.A.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401  
561-659-7700

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:


GBT Acquisition, LLC

REGISTERED AGENT/OFFICE:

Peter M. Bernhardt, Esq.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PETER M. BERNHARDT, ESQ.  
by R.A. Fernandez as attorney-in-fact

Date: December 11, 2001

Andrew Von Gustedt | FL Bar Member 148296  
Reid, Metzger, & Bernhardt, P.A.  
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West Palm Beach FL 33401  
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