120000000046 THE UNITED STATES **CORPORATION**

ACCOUNT NO.: 072100000032

REFERENCE: 646236 7143749

AUTHORIZATION :

\$ PPD COST LIMIT :

ORDER DATE: January 9, 2002

11:36 AM ORDER TIME :

646236-015 ORDER NO. :

CUSTOMER NO:

7143749

Charles E. Muller, Esq. CUSTOMER:

Muller & Lipson, P.a.

Suite 1550

9350 South Dixie Highway

Miami, FL 33156

DOMESTIC FILING

NAME:

EMERALD PARTNERS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

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****465.00 ****155.00

ARTICLES OF ORGANIZATION OF EMERALD PARTNERS, L.L.C.

The undersigned hereby certifies the following for purposes of forming the limited liability company under the laws of the State of Florida. The following Articles shall be the charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be Emerald Partners, L.L.C.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of this limited liability company shall be: 400 E. Linton Blvd., Suite G 3, Delray Beach, FL 33483.

ARTICLE III

INITIAL REGISTERED AGENT

The initial registered agent and street address of the initial registered agent of the limited liability company shall be Charles E. Muller II, 9350 S. Dixie Highway, Suite 1550, Miami, Florida 33156.

Executed and acknowledged by the undersigned at Miami, Florida, this 8th day of January, 2002.

Charles E. Muller II, authorized representative

of a member of Emerald Partners, L.L.C.

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ACCEPTANCE OF REGISTERED AGENT

In compliance with Section 608.415 of the Florida Limited Liability Company Act, the following is submitted in compliance with said statute:

That Emerald Partners, L.L.C., has named Charles E. Muller II, whose address is 9350 S. Dixie Highway, Suite 1550, Miami, Florida 33156, as its registered agent to accept service of process within Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above-stated limited liability company at the place designated in this certificate, I hereby state that I am familiar with, and accept, the obligations of that position.

Dated this 8th day of January, 2002.

Charles E. Muller II

02 JAN -9 PH 2: 18
SECRETARY OF STATE
TALL ASASSEE, FLORIDA

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