00000244 Attorney and Counselor at Law Admitted in NY, NJ and Florida

January 24, 2002

Department of State **Division of Corporations** PO Box 6327 Tallahassee, FL 32314

2255 Glades Road Suite 422-A Boca Raton, Fl 33431 Tel (561) 998-2362 Fax (561) 998-2358

RE: SUNSHINE INVESTMENT PARTNERS, LLC

Ladies and Gentlemen:

LOZ-2442

Pursuant to the establishment of the above-referenced entity, enclosed is an original and one (1) copy of the ARTICLES OF ORGANIZATION and a check in the amount of \$155 payable to Department of State which includes:

- 1. \$100.00 Filing Fee for Articles of Organization;
- 2. 25.00 Designation of Registered Agent; and

3. 30.00 Certified Copy

All documents and correspondence are to be directed to my office in the envelope provided for your time and consideration in the convenience. Your time and consideration in this matter are greatly appreciated.

Paul S. Labiner, Esq.

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Enclosures

Sincerely,

CC: Luis Amaral & Robin Swanson

ARTICLES OF ORGANIZATION OF

SUNSHINE INVESTMENT PARTNERS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be:
SUNSHINE INVESTMENT PARTNERS, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is:

16595 SW 70th Street

Pembroke Pines, FL 33331

SECRETARY OF STATE UNIVISION OF CORPORATIONS

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

ROBIN SWANSON

16595 SW 70th Street

Pembroke Pines, FL 33331

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to

interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of the remaining members.

ARTICLE VII -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company no inconsistent with law or these articles of organization. The names and addresses of the members the company are:

ADDRESS: ROBIN L. SWANSON 16595 SW 70th Street Pembroke Pines, FL 33331 LUIS P. AMARAL 16595 SW 70th Street Pembroke Pines, FL 33331 IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Palm Beach County, Florida, on Jahuny

ROBIN L. SWANSO

Sworn to and subscribed before me on 고식⁾, 2002 by ROBIN L. SWANSON and LUIS P. Ansavi AMARAL, who ___ are personally known to rhe/produced identification ____. Type of identification producéd

Notary Public -- State of Florida

S. LABINER

NAME:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, SUNSHINE INVESTMENT PARTNERS, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is: SUNSHINE INVESTMENT PARTNERS, LLC.
- The name and street address of the registered agent in Florida are:
 ROBIN SWANSON
 16595 SW 70th Street
 Pembroke Pines, FL 33331

The undersigned, being the person named in the articles of organization of SUNSHINE INVESTMENT PARTNERS, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

ROBIN L. SWANSON Registered Agent

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