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Florida Department of State
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To:
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From:
Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

ARBER INVESTMENTS, LLC

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DIVISION OF CORPORATION

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ARBER INVESTMENTS, LLC
(A Florida Limited Liability Company)

ARTICLES OF ORGANIZATION

The undersigned, being a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is **ARBER INVESTMENTS, LLC** (the "Company").

ARTICLE II. ADDRESS

The principal office and mailing address of the Company is:

2100 West 76th Street, Suite 401
Hialeah, Florida 33016

**ARTICLE III. REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are: **Jose Portnoy**, 2100 West 76th Street, Suite 401, Hialeah, Florida 33016.

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

Jose Portnoy-Registered Agent

ARTICLE IV. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager(s) shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

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Jose Portnoy

2100 West 76th Street
Suite 401
Hialeah, Florida 33016

Such Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

ARTICLE V. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Regulations, or by the unanimous written agreement of all Members,

ARTICLE VI. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

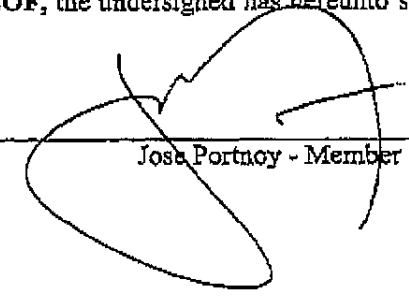
ARTICLE VII. ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

ARTICLE VIII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the and Operating Agreement of the Company shall be vested solely in the Members.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 8th day of March, 2002.


Jose Portnoy - Member

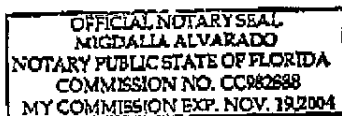
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STATE OF FLORIDA
COUNTY OF MIAMI DADE

BEFORE ME, the undersigned authority, personally Jose Portnoy me known to be the person described in and who executed the foregoing Articles of Organization, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State of Florida, County of Miami Dade this 8th day of March 2002.



M. Alvarado
Notary Public
State of Florida at Large

My commission expires:

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