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Florida Department of State
Division of Corporations
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EFFECTIVE DATE
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY WHOLESALE REALTY, LLC

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ARTICLES OF ORGANIZATION

EFFECTIVE DATE
5/15/02

Article I. Name

The name of this Florida limited liability company is:
WHOLESALE REALTY, LLC

Article II. Address

The Company's street and mailing address is:

WHOLESALE REALTY, LLC
1200 North Federal Highway
Suite 301
Boca Raton FL 33432

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Article III. Registered Agent

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

Jaclyn Muskat
1200 North Federal Highway
Suite 301
Boca Raton FL 33432

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.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Management

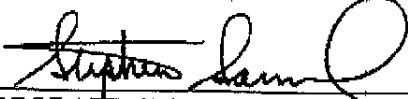
This will be a manager-managed company. The name and address of each manager is:

JACLYN MUSKAT
1200 North Federal Highway Suite 301 Boca Raton FL 33432

Article VI. Company Existence

The Company's existence shall begin effective as of May 15, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on May 16, 2002.



CORPORATE CREATIONS INTERNATIONAL INC.
Stephen T. Samuel Vice President

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STATEMENT OF REGISTERED AGENT

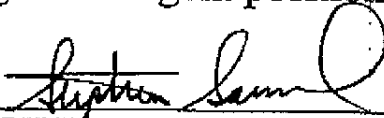
LIMITED LIABILITY COMPANY:
WHOLESALE REALTY, LLC

REGISTERED AGENT/OFFICE:

Jaclyn Muskat
1200 North Federal Highway
Suite 301
Boca Raton FL 33432

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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.



JACLYN MUSKAT
by S.T. Samuel as attorney-in-fact

Date: May 16, 2002

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