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|) * | ACCOUNT NO. : 072100000032 | [ALLAHA] | FIL 02 MAY 29 SECRETAR |
|--------------|--|--|------------------------------|
| | REFERENCE : 599538 81314A | SSEE | |
| A | UTHORIZATION: Tatricia 1/4/10 | , . | AM 9: OF ST |
| | COST LIMIT : \$ 125.00 | <u>ج</u> 22 | 53 |
| ORDER DATE : | May 29, 2002 | | |
| ORDER TIME : | 12:16 PM | 000005698040- | |
| ORDER NO. : | 599538-010 | NNNNNSD | THE LITTLE |
| CUSTOMER NO: | 81314A | | |
| | atalia D'onofrio, Legal Asst ohl & Richard, P.a. | | |
| 5 | 0 Southeast Kindred Street | | |
| s | tuart, FL 34994 | | |
| | DOMESTIC FILING | | |
| NAME: | MEDIANOCHE PARTNERS, L.L.C. | | |
| CERTI | EFFECTIVE DATE: LES OF INCORPORATION FICATE OF LIMITED PARTNERSHIP LES OF ORGANIZATION N THE FOLLOWING AS PROOF OF FILIN | DEPARTMENT OF STUDIOS OF CURPORAL TALLAHASSEE, FLO | RECEIVED |

EXAMINER'S INITIALS:

_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

ARTICLES OF ORGANIZATION FOR Medianoche Partners, L.L.C.

A Florida Limited Liability Company

ARTICLE I NAME

The name of the Limited Liability Company is: Medianoche Partners, L.L.C.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

457 Cambridge Drive Weston, Florida 33326

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

Lance P. Richard 50 S. E. Kindred Street Suite 107 Smart, Florida 34995

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 he obligations of my position of registered agency as provided for in Chapter 608, F.S.

> Registered Agent's Signature Lance P. Richard

ARTICLE IV MANAGEMENT (Check hox (Funglicable)

| ₩ managed | The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - company. |
|--------------|--|
| | \cdot |
| | The Limited Liability Company is to be managed by one member or more members and is, therefore, a member - |
| managed : | company. |

Lance P. Richard

(In accordance with section 608,408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjuty that the facts stated herein are rue)

TOTAL P.003