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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : MIRKIN & WOOLF, P.A.
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Fidelity Development Group LLC

BK

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

FIDELITY DEVELOPMENT GROUP LLC

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes, as follows:

ARTICLE I

The name of this limited liability company is Fidelity Development Group LLC (the "Company").

ARTICLE II

The mailing and street address of the principal place of business of the Company are 105 South Narcissus Avenue #701, West Palm Beach, Florida 33401.

ARTICLE III

The name and street address of the initial registered agent of the Company are Mark H. Mirkin, Esq., c/o Mirkin & Woolf, P.A., 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, Florida 33401.

Prepared by: Mark H. Mirkin, Esq.
FL Bar No. 464694
MIRKIN & WOOLF, P.A.
1700 Palm Beach Lakes Blvd. #580
West Palm Beach, FL 33401
(561) 687-4460

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ARTICLE IV

Management of the Company shall be vested in the managers who shall serve until the first annual meeting of the members until their successors have been duly elected and qualified to serve as provided in the Operating Agreement of the Company. The names and mailing addresses of the initial managers are as follows:

Joseph C. Visconti	105 South Narcissus Avenue #701 West Palm Beach, Florida 33401
Roy T. Amico	105 South Narcissus Avenue #701 West Palm Beach, Florida 33401
Anthony C. Pintsopoulos	105 South Narcissus Avenue #701 West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned member has hereunto set his hand this 28th day of August, 2002,


Joseph C. Visconti

Prepared by: Mark H. Mirkin, Esq.
FL Bar No. 464694
MIRKIN & WOOLF, P.A.
1700 Palm Beach Lakes Blvd. #580
West Palm Beach, FL 33401
(561) 687-4460

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CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

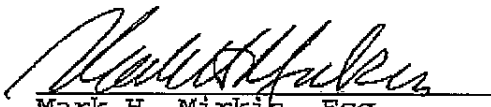
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Pursuant to Section 608.415 of the Florida Statutes, the following is submitted:

That FIDELITY DEVELOPMENT GROUP LLC, a Florida limited liability company, with its registered office at c/o Mirkin & Woolf, P.A., 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, Florida 33401, has named Mark H. Mirkin, Esq. at the above address as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named registered agent to accept service of process for the above-stated limited liability company at the place designated in this Certificate, the undersigned hereby accepts to act in such capacity and agrees to comply with the applicable provisions of law.


Mark H. Mirkin, Esq.

Prepared by: Mark H. Mirkin, Esq.
FL Bar No. 464694
MIRKIN & WOOLF, P.A.
1700 Palm Beach Lakes Blvd. #580
West Palm Beach, FL 33401
(561) 687-4460

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