

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

RUSA TIMBER INTERNATIONAL LLC

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDAJB
9-18-02

FAX AUDIT NO.: H02000199606

**ARTICLES OF ORGANIZATION
OF
RUSA TIMBER INTERNATIONAL LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

**Article I
Name**

The name of the limited liability company is RUSA TIMBER INTERNATIONAL LLC (the "Company").

**Article II
Duration**

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**Article III
Nature of Business and Mailing Address**

This Company is organized for the purpose of engaging in all lawful activities and doing all other things which may be necessary or desirable in connection with the foregoing. The mailing address and the street address of the Company's initial principal office is 4551 Gulf Shore Boulevard, N Apartment 901, Naples, Florida 34103.

THIS INSTRUMENT PREPARED BY:

Daniel Marinberg, Esq.
Gunster, Yoakley & Stewart, P.A.
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131
Tel: (305) 376-6031

Florida Bar No.: 504718

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Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this Company is 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131 and the registered agent at that address is Valdes-Fauli Corporate Services, Inc. PA4000011469

Article V
Membership Certificates

(a) Each Member's interest in the Company may be evidenced by a membership participation certificate.

(b) No Member of this Company may transfer, sell or assign its Membership Interest in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

Article VI
Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members with the consent of all of the Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the consent of the Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

Article VII
Management

This Company shall be managed by the Members in accordance with the Regulations and Operating Agreement of the Company.

Article VIII
Amendment

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned authorized representative of the initial member has executed these Articles the 18th day of September, 2002.



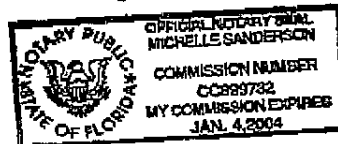
Daniel Marinberg, Esq.
Authorized Representative

STATE OF FLORIDA)
) ss.:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 18th day of September, 2002 by Daniel Marinberg, who is personally known to me.


Notary Public

My Commission Expires:



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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

VALDES FAULI CORPORATE SERVICES, INC.

By: 

Mark J. Scheer, President

Dated: September 16, 2002.

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