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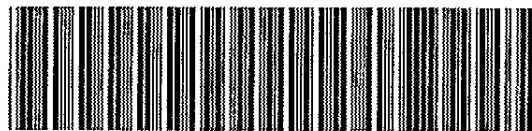
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**COUNSELORS AT LAW**

**370 MAIN STREET**

**WORCESTER, MASSACHUSETTS 01608-1778**

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ALFRED N. WHITING  
1953-1989

November 22, 2002

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Sphinx Realty, LLC

Dear Sir or Madam:

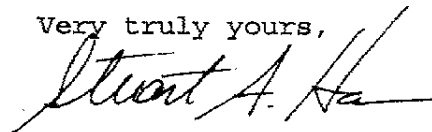
Enclosed are Articles of Organization for the captioned limited liability company and a check payable to the State of Florida for \$125.00 as the total fee for a new Florida LLC.

Please send confirmation of this filing to:

Stuart A. Hammer, Esq.  
Mountain, Dearborn & Whiting LLP  
370 Main Street, Suite 800  
Worcester, MA 01608

Thank you for your attention to this matter.

Very truly yours,

  
Stuart A. Hammer

SAH:kjb

Enclosures

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**ARTICLES OF ORGANIZATION  
FOR FLORIDA LIMITED LIABILITY COMPANY**

**Article I - Name**

The name of the Limited Liability Company is: **Sphinx Realty, LLC**

**Article II - Address**

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

44 Massachusetts Avenue  
Worcester, MA 01602

**Article III - Registered Agent**

The name and address for the registered agent is:

Levine & Segaul, P.A.  
4300 N. University Drive - A-106  
Fort Lauderdale, FL 33351

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*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.*

LEVINE & SEGAL, P.A.

  
Lawrence A. Levine

This document prepared by:  
Stuart A. Hammer, Esquire  
Mountain, Dearborn & Whiting LLP  
370 Main Street, Suite 800  
Worcester, MA 01608  
(508) 756-2423  
(508) 755-6640 (fax)

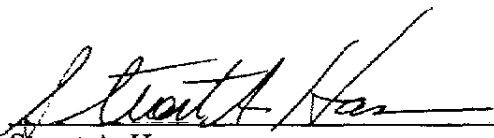
**Article IV - Management**

The management of this limited liability company is reserved to Maria Penman, as Member-Manager. Her address is as follows:

Maria Penman  
44 Massachusetts Avenue  
Worcester, MA 01602

**Article V - Effective Date**

These Articles shall become effective when filed.



Stuart A. Hammer,  
Authorized Representative

November 22, 2002

*In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts herein are true.*

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