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SECRICAL FOR STATE
TALLAHASSEE, FLORIDA

Gregory David Anderson 17250 SW 84th Court, Miami, FL 33157

November 20, 2002

Secretary of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization for Florida Corporation

To Whom It May Concern:

Enclosed find the Articles of Incorporation for Sol Fun, LLC. Also, please find our check in the amount of \$125.00 made payable to the Secretary of State to cover the fees.

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Please return copies to us in the enclosed envelope for our files.

If you have any questions please contact me at (786) 683-9809.

Yours truly,

Gregory David Anderson

Enclosure (2)

Articles of Organization of Sol Fun, LLC

ARTICLE I

Name

The name of the Limited Liability Company is Sol Fun, LLC (the "Compan"

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is 17250 SW 84th Court, Miami, FL 33157.

ARTICLE III

Duration

The period of duration for the Company shall be perpetual.

ARTICLE IV

Management

The Company shall be managed by the founding member or his appointee and the name and address of the founding member is:

Gregory David Anderson 17250 SW 84th Court, Miami, FL 33157

ARTICLE V

Admission of Additional Members

The founding member or his appointee shall have the right to admit additional members as provided by the Florida Limited Liability Act.

ARTICLE VI

Members Right to Continue Business

The death, retirement, resignation, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or a affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members. The remaining members shall have the right to admit additional members, appoint a managing member, and appoint officers as provided by the Fortida Limited Liability Act and the Operating Agreement of the Company.

Managing Member

Gregory David Anderson

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE STATE OF FLORIDA.

- 1. The name of the limited liability company is Sol Fun, LLC.
- 2. The address of the registered agent and office is: Joseph I. Emas, 1224 Washington Avenue, Miami Beach, Florida 33139.

Having been named as registered agent and to accept service of process for the abovestated limited liability company at the place designated by 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 statues relating to the proper and complete performance of my duties, and I am familiar with the obligations of my position as registered agent.

Joseph I. Emas, Esq.

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