

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## From:

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**LIMITED LIABILITY COMPANY****Morande Marketing Group, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
MORANDE MARKETING GROUP, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be Morande Marketing Group, LLC (the "Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1472 Airport Road, Naples, Florida 34104.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Michael W. McArdle, Esq., 1112 Goodlette Road, Suite 204, Naples, Florida 34102.

**ARTICLE V -- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may only transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

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## ARTICLE VI - MANAGEMENT

The Company shall be Manager-managed. The Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is:

NAME

James A. Morande, Jr.

ADDRESS1472 Airport Road  
Naples, Florida 34104

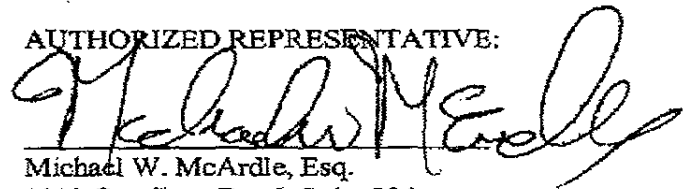
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## ARTICLE VII - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these Articles of Organization on this 3<sup>rd</sup> day of January, 2003.

AUTHORIZED REPRESENTATIVE:



Michael W. McArdle, Esq.  
1112 Goodlette Road, Suite 204  
Naples, Florida 34102

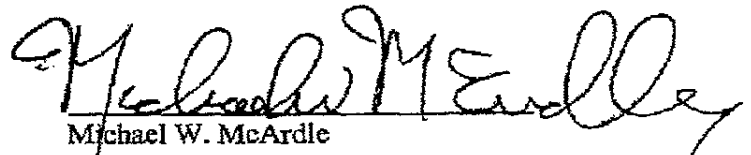
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**MORANDE MARKETING GROUP, LLC**

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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of Morande Marketing Group, LLC, as the *registered* agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Michael W. McArdle  
Registered Agent

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