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BILZIN, SUMBERG, ET AL

FL-305-374-7593

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Division of Corporations

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## Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : BILZIN, SUMBERG DUNN BAENA PRICE & AXELROD LLP.

Account Number : 075350000132

Phone : (305) 374-7580

Fax Number : (305) 350-2446

## LIMITED LIABILITY COMPANY

New River II GP, LLC

Certificate of Status	1
Certified Copy	1
Page Count	01
Estimated Charge	\$160.00

03 JAN -8 AM 10:57

FILED

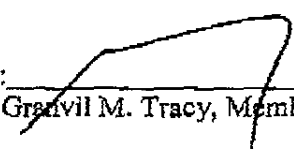
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**ARTICLES OF ORGANIZATION  
OF  
NEW RIVER II GP, LLC,  
a Florida limited liability company**

FILED  
03 JAN -8 AM 10:57  
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is New River II GP, LLC.
2. The mailing address and the street address of the principal office of the limited liability company is:  
  
115 N.W. 167 Street, # 300  
North Miami, Florida 33169.
3. The name and street address of the initial registered agent of the limited liability company are:  
  
Granvil M. Tracy  
115 N.W. 167 Street, # 300  
North Miami Beach, Florida 33169.
4. The limited liability company will be a manager-managed limited liability company.

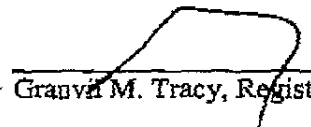
Dated: as of January 7, 2003.

By:   
Granvil M. Tracy, Member

**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of Januar 7, 2003.

  
Granvil M. Tracy, Registered Agent