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CT CORPORATION

January 20, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re:

Order #: 5770748 SO

Customer Reference 1: Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Quay Capital, LLC (FL) Formation Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell Fulfillment Specialist Ashley_Mitchell@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

ARTICLES OF ORGANIZATION OF QUAY CAPITAL, LLC a Limited Liability Company

Pursuant to Section 608.407, Florida Statutes, the authorized representative named below adopts the following Articles of Organization:

FIRST:

The name of this limited liability company shall be "QUAY CAPITAL,

LLC".

SECOND:

The address of this limited liability company's principal office is c/o Falke

Florida, Inc., 44 West Flagler Street, Miami, Florida 33130.

THIRD:

The address of this limited liability company's initial registered office in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of this limited liability company's initial registered agent in the State of Florida at such office is CT Corporation System, a

corporation authorized to do business in the State of Florida.

FOURTH:

This limited liability company shall not be managed by one or more

managers.

Date: January <u>17</u>, 2003

Colin J. Smith

Authorized Representative of Member

FILED

Name

Control System

Name

Control Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box NOT acceptable)

Plantation

FL 33324

City, State, and Zip

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.

C T Corporation System

By:

Registered Agent's Signature

Susan L. Eldredge Asst. Secretary & V. President

SCUREJARY OF STATE

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