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Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Navarre Ventures, L.L.C.

Name Availability	
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**ARTICLES OF ORGANIZATION
OF
NAVARRE VENTURES, L.L.C.**

I, the undersigned subscriber to these Articles of Organization, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE ONE

The name of the limited liability company shall be Navarre Ventures, L.L.C. (the "Company").

ARTICLE TWO

The Company shall have perpetual existence commencing on the date of filing these Articles of Organization in the Office of the Secretary of State of the State of Florida.

ARTICLE THREE

The Company is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida. Additionally, the general nature of the business or businesses to be transacted shall be:

(a) To conduct, maintain, operate, and to do business in any activity within the purpose for which a limited liability company may be organized under the Florida Limited Liability Company Act.

(b) To own real and personal property, and to use, operate, maintain, remodel, improve, and generally deal with and in the same, and any appurtenances convenient, desirable, or necessary in the conduct and operation of the lawful business of the Company.

(c) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the Company, as determined by the Company's members in their discretion and consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the Company, and in general to carry out any lawful business, regardless of whether such business is similar in nature to the objects as set forth herein, and in any part of the world, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar as acts may be permitted to be done by a limited liability company organized under the laws of the State of Florida.

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ARTICLE FOUR

The principal place of business (and the mailing address) of the Company shall be 25 W. Cedar Street, Suite 304, Pensacola, Florida 32501 or such other place or places as the members from time to time may determine. The name and address of the initial registered agent of the Company shall be T. A. Borowski, Jr., 25 W. Cedar Street, Suite 304, Pensacola, Florida 32501.

ARTICLE FIVE

The initial amount of capital contributions to the Company will be no more than \$100,000.00.

ARTICLE SIX

The Company will be managed by managers selected by the members. The initial manager is T. A. Borowski, Jr.

The name and address of the organizer is:

T. A. Borowski, Jr.
25 W. Cedar Street, Suite 304
Pensacola, Florida 32501

ARTICLE SEVEN

Additional members may be admitted, at such times and on such terms and conditions, as members whose contributions to the Company in the aggregate comprise at least (60%) sixty percent of the total contributions to the Company may agree and consistent with the requirements of the Operating Agreement of the Company.

ARTICLE EIGHT

The remaining members of the Company may continue the business of the Company upon the termination of membership of a member in the Company (by reason of death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event terminating membership in the Company) upon unanimous agreement in accordance with the Operating Agreement of the Company.

ARTICLE NINE

The Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as such chapter presently exists or may hereafter be amended.

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IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 13th day of March, 2003.


T. A. BOROWSKI, JR.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 13th day of March, 2003, by T. A. Borowski, Jr., who is personally known to me or has produced _____ as identification.




Notary Public

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 608.415, Florida Statutes, the following is submitted: That Navarre Ventures, L.L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 25 W. Cedar Street, Suite 304, Pensacola, Florida 32501 has named T. A. Borowski, Jr. whose business address is 25 W. Cedar Street, Suite 304, Pensacola, Florida 32501 as its agent to accept service of process within Florida.

By: 
Organizer

ACCEPTANCE:

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By: 

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