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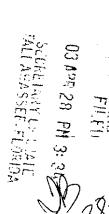
Account Name : THE KLEINFELD LAW FIRM

Account Number : I20020000152 Phone : (305)375-9515 Fax Number : (305)358-6541 JIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

RIVER RUN HOLDINGS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00



ARTICLES OF ORGANIZATION

OF

RIVER RUN HOLDINGS, LLC

A Florida Limited Liability Company

I, the undersigned, as an authorized representative of a member of this limited liability company, pursuant to the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization for this limited liability company.

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is RIVER RUN HOLDINGS, LLC.

ARTICLE II - DURATION

The period of duration of this limited liability company shall be Perpetual from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the limited liability company is 2600 North Military Trail, Suite 260, Boca Raton, Florida 33431.

ARTICLE IV-REGISTERED AGENT AND OFFICE

The name and Florida street address of the limited liability company's registered agent is Seth Ellis, Esq., and the street address is 2600 North Military Trail, Suite 260, Boca Raton, Florida 33431.

ARTICLE V - MANAGEMENT BY MANAGER(S)

The limited liability company is to be managed by one or more managers and is therefore a Manager-Managed company.

The name of the initial Manager and his address is:

Seth E. Ellis, as Trustee of The Jessica Gouldd Gift Trust 2600 North Military Trail Suite 260 Boca Raton, FL 33431 US APP 28 PM 3: 34

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ARTICLE VI - MEMBER(S)

The limited liability company shall have at least one member. The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member pursuant to the provisions of the operating agreement shall terminate this limited liability company, unless the remaining members shall agree pursuant to the provisions of the operating agreement to continue the business of the company, in which event, this company shall not so terminate.

In Witness Whereof, the undersigned has executed these Articles of Organization on this day of April 2003.

Seth Ellis, Incorporator/Manager

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CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

First, that RIVER RUN HOLDINGS, LLC., a Florida limited liability company, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located in the City of Boca Raton, County of Palm Beach, State of Florida, has named Seth Ellis, Esq., located at 2600 North Military Trail, Suite 260, Boca Raton, Florida 33431.

as its agent to accept service of process within Florida.

Sen Ellis, Incorporator/Manager

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. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent of this limited liability company.

Dated this 22 day of ______, 2003

seth Ellis, Incorporator/Manager