

L030000015620

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

Effective Date -
4-30-03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY - 1 AM 10:00

LIMITED LIABILITY COMPANY

REI Properties, LLC

Certificate of Status	1
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DIVISION OF CORPORATIONS

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
REI Properties, LLC

Article II. Address

The Company's street and mailing address is:
REI Properties, LLC
2215 21st Street West
Palmetto FL 34221 USA

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Gary Schmeichel
2215 21st Street West
Palmetto FL 34221

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

GARY SCHMEICHEL
2215 21st Street West Palmetto FL 34221
KATHRYN KOKESH
2215 21st Street West Palmetto FL 34221

Article VI. Company Existence

The Company's existence shall begin effective as of April 30, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on April 30, 2003.


CORPORATE CREATIONS INTERNATIONAL INC.
Karla Sarria Vice President

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

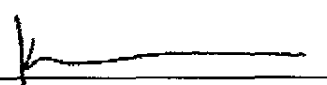
REI Properties, LLC

REGISTERED AGENT/OFFICE:

Gary Schmeichel
2215 21st Street West
Palmetto FL 34221

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


GARY SCHMEICHEL
by K. Sarria as attorney-in-fact

Date: April 30, 2003

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