

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 : KAY LAW OFFICES
Account Number : I20020000074
Phone : (561)776-9580
Fax Number : (561)776-9578

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY**CTS, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION

APPROVED
AND
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102-207

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**ARTICLES OF ORGANIZATION
OF
CTS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company is CTS, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is: 1350 E. Newport Center Drive, Suite 206, Deerfield Beach, Florida 33442.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than December 31, 2053, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent and registered office of the Company in the State of Florida is: Kay Law Offices, 700 Village Square Crossing, Suite 102B, Palm Beach Gardens, Florida 33410, Attention: James R. Kay, Esquire.

ARTICLE V - [RESERVED]

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all of the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all of the members of the Company and upon such terms and conditions as shall be determined by all of the members. Transfer of membership rights shall be controlled by the Operating Agreement of the Company.

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ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all of the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed its Sole Member. The name and address of the Sole Member of the Company is:

Respark Orlando, Ltd.,
a Florida limited partnership
1350 East Newport Center Drive, Suite 206
Deerfield Beach, Florida, 33442

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Deerfield Beach, Florida as of the 20th day of June, 2003.

Respark Orlando, Ltd., a Florida limited
partnership, its sole Member
BY: Respark Orlando, LLC, a Florida limited
liability company, its sole General Partner

By: [Signature]
Guenter Redding its Manager
(Print Name)

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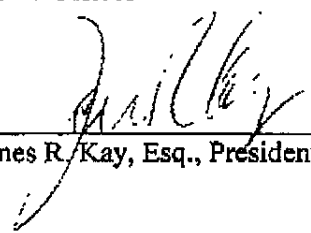
Registered Agent Acceptance

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, 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.

Kay Law Offices

Date: June 20, 2003

By


James R. Kay, Esq., President

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