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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 : SHUTTS & BOWEN, LLP
Account Number : 076447000313
Phone : (305) 358-6300
Fax Number : (305) 347-7776

LIMITED LIABILITY COMPANY

GOLD PLANES, LLC

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FAX NO.

P. 02

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ARTICLES OF ORGANIZATION OF

GOLD PLANES, LLC

ARTICLE I

Name

The name of the Limited Liability Company (the "Company") is:

GOLD PLANES, LLC

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is:

c/o AGS, 201 S. Biscayne Boulevard, Suite 1500(AGS), Miami, Florida 33131

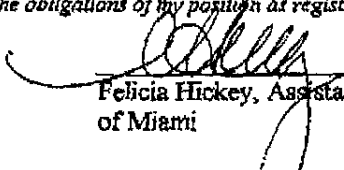
ARTICLE III

Registered Agent, Registered Office, and Registered Agent's Signature

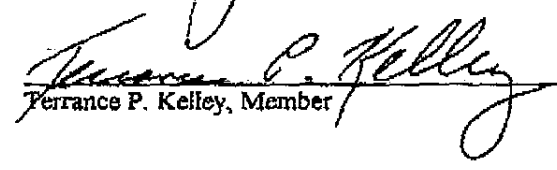
The name and the Florida street address of the registered agent are:

Corporation Company of Miami
201 S. Biscayne Boulevard, Suite 1500(AGS)
Miami, Florida, 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.


Felicia Hickey, Assistant Secretary of Corporation Company
of Miami

Date: September 7, 2003


Ferrance P. Kelley, Member

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