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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

commodore investments III, llc

Certificate of Status	0
Certified Copy	1
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DIVISION OF CORPORATIONS

10-6-06

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Articles of Organization of
Commodore Investments III, LLC

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Company Act, does hereby establish the following:

1. Name. The name of the limited liability company is: **Commodore Investments III, LLC**
2. Duration. The period of duration of the limited liability company is perpetual unless sooner dissolved as provided by statute.
3. Purpose. This limited liability company is organized for the purpose of engaging in any lawful business in which limited liability company may engage under Florida law.
4. Principal Place of Business and Mailing Address. The address of its principal place of business, as well as the mailing address for this limited liability company is:

*2520 SW 28 Lane
Miami, Florida 33133-3133*

5. Registered Agent and Office. The name and address of its initial registered agent in the State of Florida, whose Consent to appointment as Registered Agent accompanies these Articles, is:

SAMUEL SPENCER BLUM, ESQUIRE
*2666 Tigertail Avenue
Suite 106
Coconut Grove, Florida 33133*

6. Initial Member. The name of the initial member of the limited liability company and address is as follows:

*Dennis J. Leaton
2520 SW 28 Lane
Miami, Florida 33133-3133*

7. Admission of Additional Members. Additional Members will be admitted only pursuant to the operating agreement, which may be entered into by the Members of the Company, or upon such other terms as are

Samuel Spencer Blum
ATTORNEY AT LAW

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unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.

8. Continuity. The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminated the continued Membership of a Member in this limited liability company. The return of capital and the distribution of profits shall be determined from the limited liability company's books, as of the effective date of withdrawal, based on the provisions of the regulations, and paid as soon as practicable without diminishing the prospects of the limited liability company's ventures and subject to the limitations of Florida law.
9. Management. The business of the company shall be reserved to and conducted under the exclusive management of its Managing Member. This is a manager-managed company.

Dated this 10 day of Sept, 2003


Dennis J. Leaton

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TALLAHASSEE, FLORIDA

Samuel Spencer Blum

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND
REGISTERED AGENT IN THE STATE OF FLORIDA.

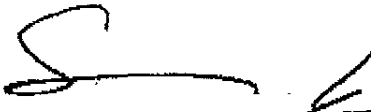
1. The name of the limited liability company is:

Commodore Investments III, LLC

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

*SAMUEL SPENCER BLUM, ESQUIRE
2666 Tigertail Avenue
Suite 106
Coconut Grove, Florida 33133*

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



SAMUEL SPENCER BLUM, Registered Agent

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TALLAHASSEE, FLORIDA

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Samuel Spencer Blum

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