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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

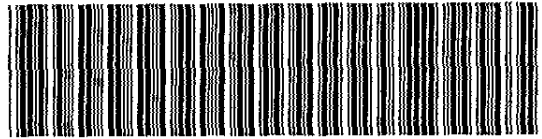
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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EFFECTIVE DATE
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DIVISION OF CORPORATION STATE
TALLAHASSEE, FLORIDA

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EFFECTIVE DATE
1/1/04



236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1.) Florida Exchange 2004, LLC
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

EFFECTIVE DATE
1-1-04

ARTICLES OF ORGANIZATION OF FLORIDA EXCHANGE 2004, LLC
(a Florida limited liability company)

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is:

FLORIDA EXCHANGE 2004, LLC

ARTICLE II — Address:

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

1900 NW Corporate Boulevard
Suite 201E
Boca Raton, Florida 33431

(Mailing and Street Addresses are the same)

ARTICLE III — Registered Agent and Registered Office

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

Roger M. Pomerance, P.A.
1900 NW Corporate Boulevard
Suite 201E
Boca Raton, FL 33431

ARTICLE IV — Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V — Management:

The Limited Liability Company is to be managed by a manager and the name and address of the manager is:

FEC SERVICES, LLC
1900 NW Corporate Boulevard
Suite 201E
Boca Raton, FL 33431

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11/11/03
11/11/03

ARTICLE VI — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: New members admissible only with unanimous consent of all existing members.

ARTICLE VII — Limitation on Agency Authority of Members:

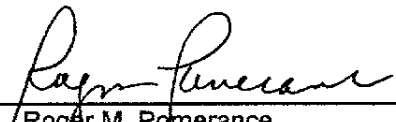
Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE VIII —Effective Date:

The Effective Date of the formation of the Company shall be January 1, 2004.

IN WITNESS WHEREOF, I have signed these Articles of Organization for FLORIDA EXCHANGE 2004, LLC and acknowledged them to be my act this 18 day of December, 2003.

FEC SERVICES, LLC
a Florida limited liability company,
its manager and authorized representative

By: 
Roger M. Pomerance
its authorized representative

(In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Roger M. Pomerance
Typed or printed name of signer

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 608.415, Florida Statutes, the following is submitted in compliance with said Act:

That **FLORIDA EXCHANGE 2004, LLC**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

ROGER M. POMERANCE, P.A.

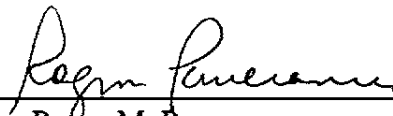
as the person upon whom process may be served at the following address:

1900 NW Corporate Blvd.
Suite 201E
Boca Raton, FL 33431

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

ROGER M. POMERANCE, P.A.

By: 

Roger M. Pomerance
its President