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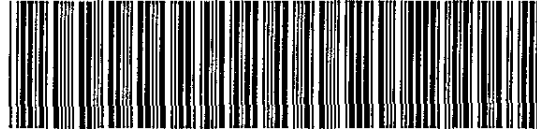
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withers Bergman ^{LLP}

February 19, 2004

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: 3-D Realty Co., LLC

Dear Corporate Representative:

The enclosed Articles of Organization for 3-D Realty Co., LLC are submitted for filing along with a check payable to the "Florida Department of State" in the amount of \$160 representing the following: \$100 for filing fee for the Articles of Organization; \$25 for the Designation of Registered Agent; \$30 for a Certified Copy; and \$5 for a Certificate of Status.

Please return all correspondence concerning this matter to the following:

Maria A. Wilson, Paralegal
Withers Bergman, LLP
157 Church Street, 19th Floor
New Haven, CT 06510

For further information concerning this matter, please call Maria A. Wilson, Paralegal, at 203-974-0312.

Very truly yours,



Maria A. Wilson

Paralegal

MAW

Enclosures

direct: +1 203 974 0312

e-mail: maria.wilson@withers.us.com

document: 437732.1.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

3-D Realty Co., LLC

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

57 St. Georges Place

57 St. Georges Place

Palm Beach Gardens, FL 33418

Palm Beach Gardens, FL 33418

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

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

Charles S. D'Angelo

Name

57 St. Georges Place

Florida street address (P.O. Box NOT acceptable)

Palm Beach Gardens, FLORIDA 33418

City, State and Zip

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TALLAHASSEE, FLORIDA

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 as provided for in Chapter 608, F.S.

X


Registered Agent's Signature

ARTICLE IV – Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" – Managing Member

Name and Address:

MGR

Charles S. D'Angelo

57 St. Georges Place

Palm Beach Gardens, FL 33418

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:

X 

Signature of a member or an authorized representative of a member

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

Charles S. D'Angelo

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

Filing Fees:

\$100.00 Filing Fee or Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)