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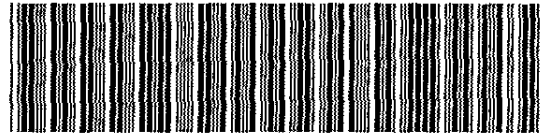
(Business Entity Name)

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March 22, 2004

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

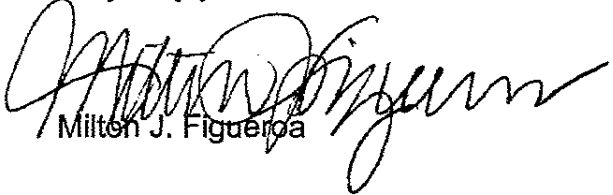
**Re: ELITE REAL ESTATE MAGAZINE, LLC**

Dear Sir or Madam:

Enclosed are the signed original and two signed copies of the Articles of Organization for the above limited liability company. In addition, you will find a check in the amount of \$160.00 to cover the filing fees (\$125.00), the cost of an additional Certificate of Status (\$5.00) and the cost of an additional Certified Copy of the Record/Articles (\$30.00).

Please process this filing promptly and return the certified copies and the Certificate of Status to this office. Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

  
Milton J. Figueroa

MJF/tg  
Enclosures

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04 MAR 25 AM 9:03  
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
ELITE REAL ESTATE MAGAZINE, LLC**

Pursuant to the Florida Limited Liability Company Act, the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles of Organization for such company:

**ARTICLE I  
NAME AND PRINCIPAL ADDRESS OF THE COMPANY**

The name of this limited liability company is: ELITE REAL ESTATE MAGAZINE, LLC. The principal place of business and mailing address of the limited liability company is: 12703 Woodbury Oaks Dr., Orlando, FL 32828.

**ARTICLE II  
COMPANY EXISTENCE**

This limited liability company is to exist perpetually. The Company's existence shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

**ARTICLE III  
UNITS OF EQUITY OWNERSHIP**

The maximum numbers of unity ownership units that ELITE REAL ESTATE MAGAZINE, LLC is authorized to have outstanding at one time is one hundred (100) units, all of which shall be identical units.

**ARTICLE IV  
REGISTERED AGENT AND OFFICE**

The name and street address of the registered agent of the limited liability company is: KRIS KEITH, 12703 Woodbury Oaks Dr., Orlando, FL 32828.

**ARTICLE V  
ORGANIZER**

The name and street address of the organizer to these Articles of Organization is: ZEUDY KEITH, 12703 Woodbury Oaks Dr., Orlando, FL 32828.

**ARTICLE VI  
PURPOSE AND POWERS**

This limited liability company shall be formed for any lawful purposes and shall have unlimited power to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE VII  
MANAGEMENT**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This limited liability company shall be considered a "manager-managed" limited liability company and shall initially have two managers. The names and addresses of the two managers are:

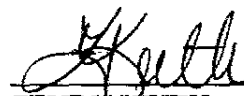
KRIS KEITH  
12703 Woodbury Oaks Dr.  
Orlando, FL 32828

ZEUDY KEITH  
12703 Woodbury Oaks Dr.  
Orlando, FL 32828

**ARTICLE VIII**  
**AMENDMENT OF ARTICLES OF ORGANIZATION**

This limited liability company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereinafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto set her hand and seal on this 19 day of March 2004.

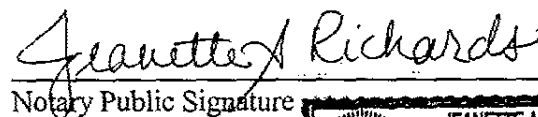


ZEUDY KEITH, as Member and Organizer  
In accordance with F.S. § 608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

STATE OF FLORIDA  
COUNTY OF ORANGE

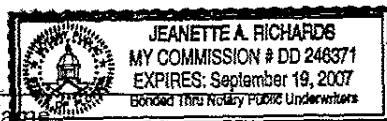
BEFORE ME, the undersigned authority, personally appeared ZEUDY KEITH, known to me to be the individual described in and who executed the foregoing Articles of Organization, and she acknowledged that she subscribed the said instrument for the uses and purposes set forth therein. The subscriber is personally known to me or was identified by me as follows: DL# K300-983-77-803-D. She (did) (did not) take an oath prior to executing this instrument.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of March 2004.



Notary Public Signature

Notary Public Printed Name  
My Commission Expires:



**ACCEPTANCE BY REGISTERED AGENT**

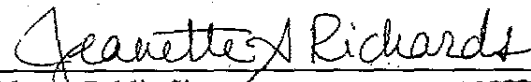
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL 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.

Date: March 19, 2004

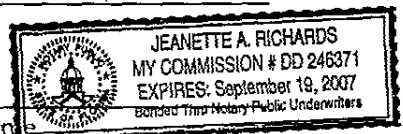
  
KRIS KEITH

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19th day of March 2004, by KRIS KEITH who is personally known to me or was identified by me as follows: DL # K300-518-77-184-0  
\_\_\_\_\_, He (did) (did not) take an oath.

  
Notary Public Signature

Notary Public Printed Name  
My Commission Expires:



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04 MAR 25 AM 9:03  
CLERK OF DISTRICT COURT  
ALLAHACSEE, FLORIDA