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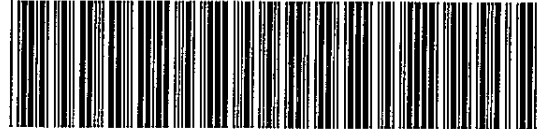
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TALLAHASSEE, FLORIDA

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ATTORNEYS AT LAW
THE ANDERSEN FIRM

A PROFESSIONAL CORPORATION

KEY WEST OFFICE
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KEY WEST, FL 33040-4019
TELEPHONE: 305.296.8480
FACSIMILE: 305.293.7825

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ST. AUGUSTINE, FL 32080-6188
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WINTER PARK, FL 32789-2358
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ORLANDO, FL 32803-4639
TELEPHONE: 407.875.0922
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KINGSPORT, TN 37660-4264
TELEPHONE: 423.378.3040
FACSIMILE: 423.378.5773

E-MAIL: clientservice@taflaw.com

REPLY TO: ST. AUGUSTINE OFFICE

March 30, 2004

Direct Dial: (904) 471-5040

E-Mail: kkane@taflaw.com

Via U.S. Mail

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Resolution Investment Group, LLC

Dear Sir or Madam:

Please find enclosed the Articles of Organization for Resolution Investment Group, LLC, and a check for \$160 representing the following:

Filing Fee
Designation of Registered Agent
Certified Copy
Certificate of Status
TOTAL

1000 APR - 2 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
\$160.00

FILED

EFFECTIVE DATE

Please return a certified copy along with a certificate of status to:

Kevin Kane
The Andersen Firm
1200 Plantation Island Dr. South
Suite 220
St. Augustine, FL 32080

For further information, please call me at (904) 471-5040

Thank you for your assistance in this matter.

With kindest regards,

THE ANDERSEN FIRM
A PROFESSIONAL CORPORATION

Kevin Kane

EFFECTIVE DATE
4/15/04

**ARTICLES OF ORGANIZATION
OF
RESOLUTION INVESTMENT GROUP, LLC**

THE UNDERSIGNED, acting as the organizer of RESOLUTION INVESTMENT GROUP, LLC ("Company"), a limited liability company organized pursuant to Section 608.407 of the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization for the Company:

1. The name of the Company is "Resolution Investment Group, LLC"
2. The mailing address and street address of the principal office of the Company is:

1200 Plantation Island Dr. South
Suite 220
St. Augustine, FL 32080


3. The name and address of the initial registered agent for service of process of the Company is set forth below:

Kevin Kane
The Andersen Firm, A Professional Corporation
1200 Plantation Island Dr. South
Suite 220
St. Augustine, FL 32080

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SECRETARY OF STATE

4. At the date and time of filing of these Articles, there are two (2) members of the Company.
5. The Company will be manager managed.
7. The duration of the Company is to be unlimited.
8. The existence of the Company shall begin on April 15th, 2004.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 30th day of March, 2004.



Kevin Kane, Organizer

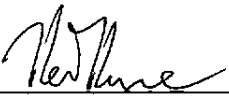
(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of § 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office, in the State of Florida.

- (a) The name of the limited liability company is Resolution Investment Group, LLC.
- (b) The name and address of the registered agent and office is:

Kevin Kane
The Andersen Firm, A Professional Corporation
1200 Plantation Island Dr. South
Suite 220
St. Augustine, FL 32080



Kevin Kane, Organizer

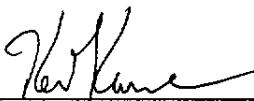
March 30, 2004

Date

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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.

THE ANDERSEN FIRM
A PROFESSIONAL CORPORATION



Kevin Kane

Registered Agent: Resolution Investment Group,
LLC

Date: March 30th, 2004