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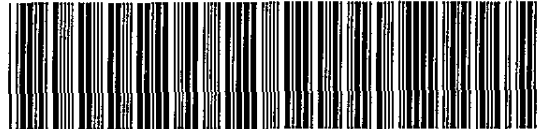
(Business Entity Name)

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TALLAHASSEE, FLORIDA

JB
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WALTER DELOATCH, JR.

Attorney At Law
169 East Flagler Street
Suite 1616
Miami, Florida 33131

Telephone (305) 577-4390
1-877-694-5415
Fax (305) 577-0295

April 22, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32364

Re: Filing Articles of Organization for North American Palms, Inc.

Dear Sir or Madam:

Enclosed is my land office check, #183, in the amount of \$155.00 to cover the filing fee (\$100.00), fee for appointment of registered agent (\$25.00) and fee for aa certified copy of the Articles of Organization (\$30.00).

Please return the certified copy to me at my address printed above. Thank you very much.

Sincerely,


WALTER DELOATCH, JR.

WD\att
Enclosure

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF NORTH AMERICAN PALMS, L.L.C

ARTICLE ONE

The name of the Limited Liability Company is North American Palms, L.L.C.

ARTICLE TWO

The mailing address and the street address for the Limited Liability Company's main office shall be 169 East Flagler Street, Suite 1616, Miami, Florida 33131.

ARTICLE THREE

The name and street address for the Limited Liability Company's Registered Agent is Walter DeLoatch, Jr., 169 E. Flagler Street, Suite 1616, Miami, Florida 33131.

STATEMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for North American Palms, L.L.C. at 169 East Flagler Street, Suite 1616, Miami, Florida 33131, 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, Florida Statutes.

Walter DeLoatch, Jr. 4/24/04
WALTER DELOATCH, JR.

ARTICLE FOUR

The Limited Liability Company is to be managed by one manager and is therefore a manager-managed company.

Walter DeLoatch, Jr. / Walter DeLoatch, Jr.
WALTER DELOATCH, JR.

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.

Walter DeLoatch, Jr. 4/24/04
WALTER DELOATCH, JR.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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