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LIMITED LIABILITY COMPANY

WILLIAM J. BOLOGNA PROPERTIES, LLC

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ARTICLES OF ORGANIZATION OF WILLIAM J. BOLOGNA PROPERTIES, LLC A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

ARTICLE I

The name of the Company is WILLIAM J. BOLOGNA PROPERTIES, LLC.

ARTICLE II ADDRESS

The mailing address and the street address of the principal office of the Company is 2110 North Ocean Boulevard, Apt. 22B, Fort Lauderdale, Florida 33305.

ARTICLE III INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial Registered Agent of the Company is BSPA Corporate Services, Inc. at 350 East Las Olas Boulevard, Suite 1000, Fort Lauderdale, Florida.

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.

Dated: May 5, 2004

MARC SHUSTER, Authorized Representative:

of Member

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FAX AUDIT NO: H04000099281 3

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ACCEPTANCE OF DESIGNATION AS 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 as provided for in Chapter 608. Florida Statutes.

BSPA CORPORATE SERVICES, INC. Initial Registered Agent

Dated May 5, 2004

OBERT W. BARRON, Vice Presid

NSION OF CORPORATION

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