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2004 HAY, 19 P 3: 25 SECRET RY OF STATE (Requestor's Name) (Address) 800036464218 (Address) (City/State/Zip/Phone #) PICK-UP WAIT MAIL 05/19/04--01045--019 **160.00 (Business Entity Name) (Document Number) Certificates of Status Certified Copies _____ Special Instructions to Filing Officer: AL

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SECRETARY OF STATE

Memo

To: Division of Corporations

From: Ralph Acevedo

cc: Keowee Mountain Investments, LLC

Date: May 15, 2004

Re: Formation of a Florida LLC

Ralph Acevedo

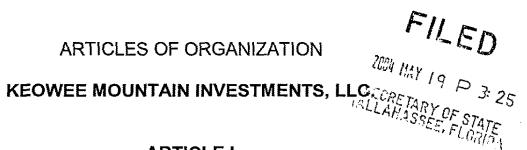
2298 NW 166th Ave

Pembroke Pines Fl. 33028

Daytime Number: 305-428-8019

Home Number: 954-442-1636

ARTICLES OF ORGANIZATION



NAME

ARTICLE I

The name of this Limited Liability Company is KEOWEE MOUNTAIN INVESTMENTS, LLC.

ARTICLE II

ADDRESS

The mailing and business address of the principal office of this Limited Liability Company is 2298 NW 166 Street, Pembroke Pines, Florida

ARTICLE III

DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

MANAGEMENT

The Limited Liability Company is to be managed by Managers and the name and address of the initial Managers are:

Ralph A. Acevedo 2298 NW 166 Street Pembroke Pines, FL

Andrew Girten

FILED

ARTICLE V

2004 MAY 19 P 3: 25

ADMISSION OF ADDITIONAL MEMBERS TALLAHASSEE, FLORIDA

The members may admit additional members and the terms and conditions of the admissions shall be as provided in the regulations of this limited liability company by majority vote.

ARTICLE VI

MEMBERS RIGHT TO CONTINUE BUSINESS

The limited liability company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or occurrence of any other event which terminates the continued membership of a member in the limited liability company ("Event of Disassociation"), unless the business of the limited liability company is continued by the consent of a majority in interest of the remaining members within ninety (90) days after the Event of Disassociation.

Βv

Ralph Ačevedo, Manager/Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FILED

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: KEOWEE MOUNTAIN INVESTMENTS, LLC.
- 2. The name and the Florida street address of the registered agent are:

Ralph A. Acevedo 2298 NW 166 Street Pembroke Pines, FL

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 statues 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.

Signature

AFFIDAVIT TO MEMBERSHIP AND CONTRIBUTIONS/LED

The undersigned member or authorized representative of a member of KEOWEE MOUNTAIN INVESTMENTS, LLC. certifies: SECRETARY OF STATE TALLAHASSEE, FLORIDA

- 1) The above named limited liability company has at least one member.
- 2) The total amount of cash contributed by the members is \$7,000..
- 3) The total amount of cash and property contributed and anticipated to be contributed by members is \$7,000.

Member Signature

Rv.

Ralph Acevedo, Member

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