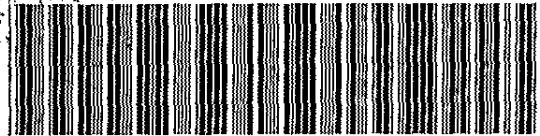


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SECRETARY OF STATE
TALLAHASSEE



700037364397

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: Lightship Asia Pacific L.L.C.

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Anthony R. Obrzut
The Lightship Group
5728 Major Blvd. Suite 314
Orlando, Florida 32819

For further information concerning this matter, please call:

Anthony Obrzut

at (407) 363-7777

**STATE OF FLORIDA
ARTICLES OR ORGANIZATION
OF
LIGHTSHIP ASIA PACIFIC, L.L.C.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Organization of LIGHTSHIP ASIA PACIFIC, LLC, a Florida limited liability company (the "Company"), dated as of the 26 day of May, 2004, are being duly executed and filed by The Lightship Group, a Florida general partnership, the organizer, authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes) (the "Florida Act").

FIRST: The name of the limited liability Company is LIGHTSHIP ASIA PACIFIC, LLC.

SECOND: The principal address and mailing address of the Company is: c/o Charles Ehrler, 5728 Major Boulevard, Suite 314, Orlando, Florida 32819.

THIRD: The Registered Agent and Registered Office for service of process is as follows:

Name: Charles Ehrler
Address: 5728 Major Boulevard
Suite 314
Orlando, Florida 32819

FOURTH: The Company is to be a member-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of organization as of the date first above written.

LIGHTSHIP ASIA PACIFIC, LLC

**THE LIGHTSHIP GROUP, a Florida general
Partnership, its Sole Member**

By: Charles Ehrler
Charles Ehrler

FILED

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

2004 JUN -1 P 3: 56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

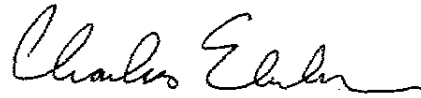
Pursuant to Section 48.091 and Section 608.415 of the Florida Statutes, the following is submitted:

That LIGHTSHIP ASIA PACIFIC, LLC (the "Company"), desiring to organize a limited liability company under the laws of the State of Florida with its registered office, as indicated in the Articles of Organization filed even date herewith, at 5728 Major boulevard, Suite 314, Orlando, Florida 32819, has named Charles Ehrler as its agent to accept service within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.

Date: May 26, 2004



Charles Ehrler, Registered Agent