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LIMITED LIABILITY COMPANY

PHOENIX HOLDINGS, LLC

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ARTICLES OF ORGANIZATION
for
PHOENIX HOLDINGS, LLC
A Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:


1. **Name.** The name of this company shall be PHOENIX HOLDINGS, LLC.
2. **Address.** The mailing address and street address is 1214 Olivia Street, Key West, Florida 33040.
3. **Registered Agent and Office.** The name and street address of the initial registered agent and office for this company is as follows: John S. Bohatch, Esquire, 2600 Douglas Road, PH-8, Coral Gables, Florida 33134.
4. **Management of Company.** The company is to be managed by the Managing Member. The name and address of the Managing Member is:

<u>Name</u>	<u>Address</u>
Susan Douglas	1214 Olivia Street Key West, Florida 33040

5. **Amendment of Articles of Organization.** Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State.

6. **Informal Action of Members.** Any action of the members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting (and filed with the manager(s) of the Company as part of its records.)

Dated this 9 day of June, 2004.



Signature of a Member or an Authorized
Representative of a Member of Phoenix
Holdings, LLC

THIS INSTRUMENT PREPARED BY:
John S. Bohatch, Esquire
Guttenmacher & Bohatch, P.A.
2600 Douglas Road, Penthouse 8
Coral Gables, Florida 33134
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Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


JOHN S. BOHATCH, Registered Agent

THIS INSTRUMENT PREPARED BY:
John S. Bohatch, Esquire
GUTTENMACHER & BOHATCH, P.A.
2600 Douglas Road, Penthouse 8
Coral Gables, Florida 33134

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