

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L04000049165
FILED 8:00 AM
July 01, 2004
Sec. Of State
Irrivers**

Article I

The name of the Limited Liability Company is:
HERITAGE INVESTMENT GROUP II LLC

Article II

The street address of the principal office of the Limited Liability Company is:
550 HERITAGE DRIVE
SUITE 130
JUPITER, FL. US 33458

The mailing address of the Limited Liability Company is:
550 HERITAGE DRIVE
SUITE 130
JUPITER, FL. US 33458

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
RICHARD L KARPELES
550 HERITAGE DRIVE
SUITE 130
JUPITER, FL. 33458

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.

Registered Agent Signature: RICHARD L. KARPELES

Article V

The name and address of managing members/managers are:

Title: MGR
RICHARD L KARPELES
550 HERITAGE DRIVE, SUITE 130
JUPITER, FL. 33458

Title: MGR
KEN FRIEDMAN
550 HERITAGE DRIVE, SUITE 130
JUPITER, FL. 33458

Title: MGR
MARK FELDMESSER
550 HERITAGE DRIVE, SUITE 130
JUPITER, FL. 33458

Article VI

The effective date for this Limited Liability Company shall be:

06/30/2004

Signature of member or an authorized representative of a member

Signature: RICHARD L. KARPELES

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