

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

L04000054386
FILED 8:00 AM
July 22, 2004
Sec. Of State
tbrumbley

Article I

The name of the Limited Liability Company is:

LIPTON & BARR LLC

Article II

The street address of the principal office of the Limited Liability Company is:

80 S.W. 8TH STREET
SUITE 2550
MIAMI, FL. US 33130

The mailing address of the Limited Liability Company is:

80 S.W. 8TH STREET
SUITE 2550
MIAMI, FL. US 33130

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:

GILBERT PEREZ
1719 SOUTH ANDREW AVENUE
SUITE E
FT. LAUDERDALE, FL. 33316

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: GILBERT PEREZ

Article V

The name and address of managing members/managers are:

Title: MGR
FELICE LIPTON
5255 COLLINS AVENUE
APARTMENT 15D, FL. 33140 US

Title: MGR
HAROLD BARR
5459 QUAIL MEADOWS DRIVE
CARMEL, CA. 92923 US

Signature of member or an authorized representative of a member

Signature: ALAN BASEMAN, AUTHORIZED REPRESENTATIVE

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