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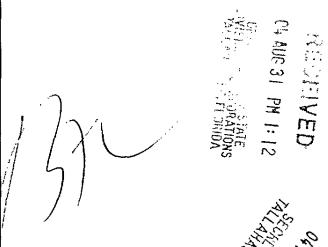
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CORPORATION NAM	ME(S) & DOCUMENT NUMBER(S), (if known):	
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NEW FILINGS	AMENDMENTS	
Profit	Amendment	
Non-Profit	Resignation of R.A., Officer/Director	
xxx Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS	REGISTRATION/QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	
	Other	

Examiner's Initials

ARTICLES OF ORGANIZATION OF

BAL HARBOR, LLC

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this limited liability company shall be BAL HARBOR, LLC, and the mailing address and street address of its principal office shall be 1426 W. 4th Street, Brooklyn, New York 11024, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

This limited liability company is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida and shall have all of the powers authorized by the State of Florida for limited liability companies but shall remain subject to statutes and regulations of the laws of the State of Florida for regulating and controlling business.

ARTICLE III

MANAGEMENT

This limited liability company is to be managed by its members and the name and address of the managing member is:

<u>Name</u> <u>Address</u>

IGOR MOISEENKO 1426 W. 4th Street
Brooklyn, NY 11024

Instruments and documents for the acquisition, mortgage, deposition, conveyance, lease, sale or transfer of the personal property or real property of this limited liability company may be executed on its behalf by one or more members.

ARTICLE IV

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the unanimous consent of the remaining members.

ARTICLE V

DURATION

This limited liability company shall exist perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members and shall commence its existence upon filing of these Articles.

ARTICLE VI

AMENDMENT

These Articles may be amended by a vote of a majority in interest of the members.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this limited liability company is 18501 Murdock Circle, Suite 101, Port Charlotte, FL 33948, and the name of the company's initial registered agent for service of process at that address is Michael M. Wilson.

The undersigned, being the original members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of BAL HARBOR, LLC.

Executed by the undersigned in Charlotte County, Florida on <u>August</u> 27, 2004.

IGOR MOISEENKO, Member

ACCEPTANCE OF REGISTERED AGENT

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, as provided for in Chapter 608, Florida Statutes.

MICHAEL M. WILSON, Registered Agent

Dated - August 27 , 2004