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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Sunworks Miami, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Sunworks Miami, LLC

Article II. Address

The Company's street and mailing address is:
Sunworks Miami, LLC
8501 SW 179th Street
Miami FL 33157

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Alan Towsley
8501 SW 179th Street
Miami FL 33157

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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Article V. Management


This will be a manager-managed company. The name and address of each manager is:

ALAN TOWSLEY
8501 SW 179th Street Miami FL 33157

Article VI. Company Existence

The Company's existence shall begin effective as of September 29, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on October 6, 2004.



CORPORATE CREATIONS INTERNATIONAL INC.
Franco E. Cammarata Vice President and Counsel
by D. Stoutt as attorney-in-fact

Corporate Creations International Inc.
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Miami Beach FL 33139
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STATEMENT OF REGISTERED AGENT

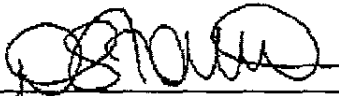
LIMITED LIABILITY COMPANY:

Sunworks Miami, LLC

REGISTERED AGENT/OFFICE:

Alan Towsley
8501 SW 179th Street
Miami FL 33157

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ALAN TOWSLEY
by D. Stoutt as attorney-in-fact

Date: October 6, 2004

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Miami Beach FL 33139
(305) 672-0686

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