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PAGE 09/16

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LIMITED LIABILITY COMPANY

HEATHER DUNHILL, PLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:

HEATHER DUNHILL, PLC

The Company is being formed for the practice of real estate services and all other activities permitted under applicable law.

Article II. Address

The Company's street and mailing address is:

HEATHER DUNHILL, PLC
PO BOX 3319
SARASOTA FL 34230

Article III. Registered Agent

The name and street address of the Company's registered agent is:

HEATHER DUNHILL
3127 BAYSHORE ROAD
SARASOTA FL 34234

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:

HEATHER DUNHILL
PO BOX 3319 SARASOTA FL 34230

Article VI. Company Existence

The Company's existence shall begin effective as of October 18, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on October 20, 2004.

Rebecca J. Anderson

CORPORATE CREATIONS INTERNATIONAL INC.
Karla Samia Vice President
by R.L. Anderson as attorney-in-fact

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

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
HEATHER DUNHILL, PLC

REGISTERED AGENT/OFFICE:
HEATHER DUNHILL
3127 BAYSHORE ROAD
SARASOTA FL 34234

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.

Rebecca L. Anderson

HEATHER DUNHILL
by R.L. Anderson as attorney-in-fact

Date: October 20, 2004

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