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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : HAILE, SHAW & PFAFFENBERGER, P.A.
Account Number : 076326003550
Phone : (561) 627-8100
Fax Number : (561) 622-7603

10/27

LIMITED LIABILITY COMPANY

RESPECT Holdings, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
RESPECT Holdings, LLC**

The undersigned authorized representative of a member, for the purpose of forming a limited liability company under the Florida Limited Liability Act, Florida Statutes Chapter 608 (the "Act"), hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company shall be RESPECT Holdings, LLC (the "Company").

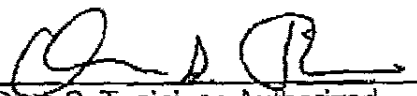
ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 11780 U.S. Highway One, Suite 300, North Palm Beach, FL 33408.

ARTICLE III - REGISTERED AGENT

The name of the registered agent of the Company in the State of Florida is Haile, Shaw & Pfaffenberger, P.A. and its street and mailing address is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the undersigned has made, subscribed and affirmed these Articles of Organization under the penalties of perjury as the duly authorized representative of a Member of the Company at North Palm Beach, Florida, this 26th day of October, 2004.


Oren S. Tasini, as Authorized
Representative

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned submits the following statement to accept the designation of registered office and agent in the State of Florida set forth in Article III of the foregoing Articles of Organization,

1. The name of the limited liability company is RESPECT Holdings, LLC.
2. The name of the registered agent in the State of Florida is Haile, Shaw & Pfaffenberger, P.A.
3. The address of the registered agent in the State of Florida is 11780 U.S. Highway #1, Suite 300, North Palm Beach, Florida 33408.

THE UNDERSIGNED HEREBY accepts his appointment as Registered Agent of the aforesaid Limited Liability Company. I am familiar with, and accept the obligations of, Section 608.415 of the Florida Statutes.

HAILE, SHAW & PFAFFENBERGER, P.A.

By: 

Oren S. Tasini

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