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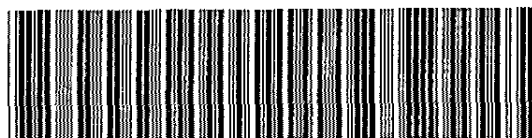
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 964580 80690A

AUTHORIZATION

COST LIMIT : \$ 155.00

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TALLAHASSEE, FLORIDA

ORDER DATE : November 10, 2004

ORDER TIME : 10:0 AM

ORDER NO. : 964580-005

CUSTOMER NO: 80690A

CUSTOMER: Robert G. Breier, Esq
Breier And Seif, P.a.

Suite 1125
2800 Ponce De Leon Boulevard
Coral Gables, FL 33134

DOMESTIC FILING

NAME: ROTH, LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
ROTH, LLC**

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for such Company:

ARTICLE I - NAME

The name of this limited liability company is:

ROTH, LLC

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the limited liability company is 2800 Ponce De Leon Boulevard, Suite 1125, Coral Gables, Florida 33134.

ARTICLE III - INITIAL REGISTERED AGENT


The name of the initial Registered Agent of the limited liability company is ROBERT G. BREIER. The street address of the initial Registered Agent Office is 2800 Ponce De Leon Boulevard, Suite 1125, Coral Gables, Florida 33134.

ARTICLE IV - MANAGEMENT

The limited liability company is to be managed by one or more managers and is, therefore, a manager-managed company.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 9th day of November, 2004.

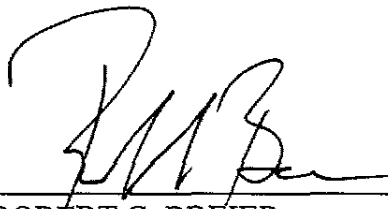
By: 
ROBERT G. BREIER, Esq. Authorized Representative

(In accordance with Section § 608.408(3), Florida Statutes, the execution of this document
constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of ROTH, LLC, as made in the foregoing Articles of Organization, and agree to act in such 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 the initial Registered Agent of ROTH, LLC.

Date: November 9, 2004



ROBERT G. BREIER

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