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

From: Account Name : NEWMAN, POLLOCK & KLEIN, LLP.
Account Number : I200100000001
Phone : (561) 997-9920
Fax Number : (561) 241-4943

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TALLAHASSEE FLORIDA

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

VERTIGO HOLDINGS, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION FOR
VERTIGO HOLDINGS, LLC**

ARTICLE I

The name of the limited liability company is: **VERTIGO HOLDINGS, LLC**

ARTICLE II

The mailing address and the street address of the principal office of the limited liability company is Caribbean Place, Leeward Highway, P.O. Box 599 Suite 3, Providenciales, Turks and Caicos Islands.

ARTICLE III

The Limited Liability Company shall have perpetual duration.

ARTICLE IV

The Limited Liability Company is to be managed by Sterling Directors, Ltd whose address is Caribbean Place, Leeward Highway, P.O. Box 599 Suite 3, Providenciales, Turks and Caicos Islands.

ARTICLE V

The Limited Liability Company may engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE VI

The right of the remaining members to admit members and the terms and conditions of the admissions shall be governed by the manager.

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The foregoing is signed for and on behalf of VERTIGO HOLDINGS, LLC by
STERLING DIRECTORS LTD., its manager this 19th day of November, 2004.



BY: Donella Fullford

FOR: STERLING DIRECTORS, LLC

Manager

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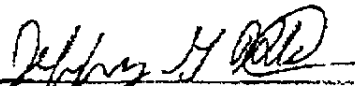
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND OFFICE OF
VERTIGO HOLDINGS, LLC.**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent in the state of Florida

1. The name and address of the registered agent and office in the state of Florida is:

JEFFREY KLEIN
2600 North Military Trail
Suite 270
Boca Raton, Florida 33431

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.


Jeffrey C. Klein

DATE: 11/19/04