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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

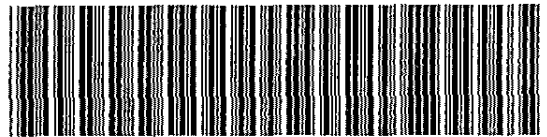
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 066365 80945A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 155.00

ORDER DATE : December 7, 2004

ORDER TIME : 11:45 AM

ORDER NO. : 066365-005

CUSTOMER NO: 80945A

CUSTOMER: Douglas E. Thompson, Esq
Douglas E. Thompson, Esq

Suite 109
1280 N. Congress Ave.
West Palm Beach, FL 33409

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TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: GILI MANAGEMENT II, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

FOR

GILI MANAGEMENT II, LLC

The undersigned submit these Articles of Organization to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

Name

The name of the Limited Liability Company is:

GILI MANAGEMENT II, LLC

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company are:

Principal Office Address:

2585 Natures Way
Palm Beach Gardens, FL. 33410

Mailing Address:

2585 Natures Way
Palm Beach Gardens, FL. 33410

ARTICLE III

Duration

The term for which this company shall exist shall be perpetual.

ARTICLE IV

Managing Members

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Jennifer Lizza

2585 Natures Way
Palm Beach Gardens, FL. 33410

Managing Member

Scott Lizza

2585 Natures Way
Palm Beach Gardens, FL. 33410

Managing Member

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ARTICLE V
Admission of Additional Members

The right, if given, of the members to admit additional members and terms and conditions of the admissions shall be only by unanimous consent of the then existing members.

ARTICLE VI
Members Rights to Continue Business

The right, if given of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be in accordance with the terms of the Members Agreement.

ARTICLE VII
Registered Agent, Registered Office & registered Agent's Signature

The name and the Florida street address of the registered agent are:

Jennifer Lizza
2585 Natures Way
Palm Beach Gardens, FL. 33410

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 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 as provided for in Chapter 608, F.S.


Jennifer Lizza, Registered Agent

IN ACCORDANCE WITH §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.

Witness my hand and seal this **2nd** of December, 2004.


Jennifer Lizza, Member