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To:

Division of Corporations

Fax Number

: (850)205-0383

From:

Account Name

: MATTHEWS & HAWKINS, P.A.

Account Number : I19990000039 Phone

: (850)837-3662

Fax Number

: (850)654-1634

LIMITED LIABILITY COMPANY

Crestview Capital Partners II, L.L.C.

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\$155,00

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Comprate Filing.

ARTICLES OF ORGANIZATION FOR CRESTVIEW CAPITAL PARTNERS II, L.L.C. a Florida Limited Liability Company

ARTICLE I NAME

The name of the Limited Liability Company is Crestview Capital Partners II, L.L.C.

ARTICLE II ADDRESS

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

9000 Keystone Crossing Suite 1050 Indianapolis, Indiana 46240

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE

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

Mark R. McMullen, Esq. Matthews & Hawkins, P.A. 4475 Legendary Drive Destin, Florida 32541 FILED AND 39
2004 JAN 24 AND 39
SECRETARSSEE FLORIDA

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 in 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.

Mark R. McMullen, Esq. Registered Agent

ARTICLE IV MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is:

Dale E. Harris 9000 Keystone Crossing Suite 1050 Indianapolis, Indiana 46240

CRESTVIEW CAPITAL PARTNERS II,

L.L.C.

By:

Mark R McMullen, Its Incorporator

SECRETARY OF STATE