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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

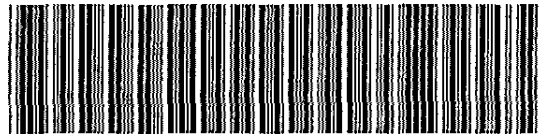
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TALLAHASSEE, FLORIDA



LAW OFFICES OF

BILL T. SMITH, JR., P.A.

Bill T. Smith, Jr.
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February 18, 2005

Florida Department of State
Registration Section

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: BODNARCHUK INVESTMENTS, L.L.C.

To Whom It May Concern:

Enclosed please find the Articles of Organization for the above referenced company, and check no. 11846 in the amount of \$155.00 for payment of the Articles filing fee and a certified copy. Please return the filed Articles and one (1) certified copy in the enclosed self-addressed FedEx envelope. If you have any questions, please do not hesitate to contact our office directly.

Very truly yours,

Julianne Cioffi Farrington, Admin. Assistant
FOR BILL T. SMITH, JR., ESQ. AND RONDA D. GLUCK, ESQ.
Enclosure(s)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
BODNARCHUK INVESTMENTS, LLC**

ARTICLE I

Name

The name of the Limited Liability Company is **BODNARCHUK INVESTMENTS, LLC.**

ARTICLE II

Address

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

Roman Bodnarchuk
c/o Bill T. Smith, Jr. P.A.
980 North Federal Highway, Suite 402
Boca Raton, FL 33432

ARTICLE III

Duration

The period of duration for the Limited Liability Company shall be:
Perpetual

ARTICLE IV

Management

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Roman Bodnarchuk
c/o Bill T. Smith, Jr. P.A.
980 North Federal Highway, Suite 402
Boca Raton, FL 33432

ARTICLE V

Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

As per the unanimous vote of the initial members

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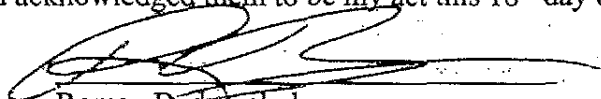
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ARTICLE VI
Members Right to Continue Business

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 terminated the continued membership of a member in the limited liability company shall be:

Pursuant to the Operating Agreement of Bodnarchuk Investments, LLC

IN WITNESS WHEREOF, I have signed these Articles of Organization
and acknowledged them to be my act this 18th day of February, 2005.



Roman Bodnarchuk
Member

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

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
For
BODNARCHUK INVESTMENTS, LLC**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

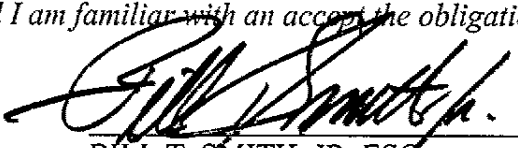
1. The name of the Limited Liability company is:

BODNARCHUK INVESTMENTS, LLC

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

Bill T. Smith, Jr., Esq.
Bill T. Smith, Jr. P.A.
980 N. Federal Highway
Suite 402
Boca Raton, FL 33432

Having been named as registered agent and to accept services 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.


BILL T. SMITH, JR. ESQ.

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