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SONNENSCHN NATH & ROSENTHAL, LLP

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LIMITED LIABILITY COMPANY

American National Consulting Services of New England, LLC

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**ARTICLES OF ORGANIZATION
OF
AMERICAN NATIONAL CONSULTING SERVICES
OF NEW ENGLAND, LLC**

ARTICLE I - NAME

The name of this Florida limited liability company is AMERICAN NATIONAL CONSULTING SERVICES OF NEW ENGLAND, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company is 26 Pilgrim Road, Needham, Massachusetts 02492.

ARTICLE III - INITIAL REGISTERED AGENT


The name and address of the initial Registered Agent of the Company is MITCHELL D. SCHEPPS, ESQ., Sonnenschein Nath & Rosenthal LLP, 777 South Flagler Drive, Suite 600E, West Palm Beach, Florida 33401.

ARTICLE IV - MEMBERSHIP; MANAGEMENT

The initial Member of the Company is MARK NUSSBAUM. The Company will be member managed.

ARTICLE IV - COMPANY EXISTENCE

The Company's existence shall be effective as of the time of the filing of these Articles of Organization with the Florida Department of State and its existence shall be perpetual.


MARK NUSSBAUM, Member
by Mitchell D. Schepps, Esq., as Attorney-in-Fact

DATE: March 9, 2005.

MITCHELL D. SCHEPPS, ESQ.
Sonnenschein Nath & Rosenthal
777 South Flagler Drive, Ste. 1102W
West Palm Beach, FL 33401
Telephone No.: 561-833-2410
Fax No.: 561-833-8387
Florida Bar No.: 0979139

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE**

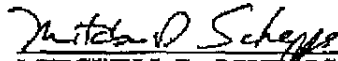
LIMITED LIABILITY COMPANY:

AMERICAN NATIONAL CONSULTING SERVICES OF NEW ENGLAND, LLC

REGISTERED AGENT AND REGISTERED OFFICE:

MITCHELL D. SCHEPPS, ESQ.
Sonnenschein Nath & Rosenthal LLP
777 South Flagler Drive, Ste. 600E
West Palm Beach, FL 33401

I agree to act as Registered Agent to accept service of process for the Company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the duties of the Registered Agent. I am familiar with and accept the obligations of the Registered Agent position.



MITCHELL D. SCHEPPS, ESQ., Registered Agent

DATE: March 9, 2005

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