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1California

2Colorado

4Louisiana

Of Counsel:
Robert L. Scott

March 11, 2005

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

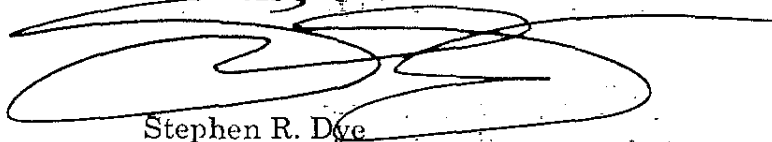
Re: **EQUINOX VENTURES, LLC**

Gentlemen:

Enclosed please find for filing an original and one copy of Articles of Organization for the above referenced LLC. Our firm's check in the total amount of \$125.00 is enclosed for the \$100.00 filing fee and \$25.00 Registered Agent Fee.

Please send a conformed copy of same to the undersigned.

Very truly yours,



Stephen R. Dye

SRD:ps

Encs.

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ARTICLES OF ORGANIZATION
OF
EQUINOX VENTURES, LLC
a Florida limited liability company

The undersigned, being authorized to execute and file these Articles, hereby organizes a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, (the "Act") and hereby certifies and adopts the following Articles of Organization:

ARTICLE 1
Name

The name of the Limited Liability Company is: **EQUINOX VENTURES, LLC** (the "Company").

ARTICLE 2
Address

The mailing address and street address of the principal office of the Company is: 2309 64TH Street West, Bradenton, Florida, 34209.

ARTICLE 3
Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed with the Florida Department of State.


ARTICLE 4
Initial Registered Agent and Office

The street address of the Company's initial registered office is 2309 64th Street West, Bradenton, Florida, 34209. The name of the Company's initial registered agent at such office is GINO SEDILLO. The registered office and registered agent may be changed from time to time by the members as authorized by law.

ARTICLE 5
Management

The Company is a manager-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 11th day of March, 2005.



GINO SEDILLO
2309 64th Street West
Bradenton, FL 34209

FILED
05 MAR 16 PM 3:28
CLERK OF THE COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA

Acceptance By Registered Agent

The undersigned, GINO SEDILLO, hereby accepts appointment as Registered Agent of the above Company and acknowledges he is familiar with and accepts the obligations of the position of Registered Agents in accordance with and as required by the Laws of Florida, including but not necessarily limited to, the requirements of the Act.

Dated: March 11, 2005.



GINO SEDILLO