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| CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 MAS Development TL, | LCC | 3 |
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| | Annual Report / Reinstatement | |
| | Cert. Copy | |
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FULL ST ARTICLES OF ORGANIZATION OF NAS DEVELOPMENT II, LLC

The undersigned, being authorized to execute and file these Articles, hereby defifies the

ARTICLE I --- Name:

The name of the Limited Liability Company is: NAS DEVELOPMENT II, LLC

ARTICLE II --- Address:

The street address and mailing address of the principal office of the Limited Liability Company is:712 U.S. HIGHWAY ONE, SUITE 300, NORTH PALM BEACH, FLORIDA 33408.

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 names and addresses of the managing members are:

NORTON-ALEXANDER, INC. 712 U.S. HIGHWAY ONE, SUITE 300 NORTH PALM BEACH, FLORIDA 33408

JERALD M. STENDER 7173 DAVIT CIRCLE LAKE WORTH, FLORIDA 33467

ARTICLE V — Admission of Additional Members:

New members shall only be admitted upon the unanimous written consent of then existing members.

ARTICLE VI - Members' Rights to Continue Business

The bankruptcy, death, dissolution, liquidation, termination or adjudication of incompetency of a Member shall not cause the termination or dissolution of the Company and the business of the Company shall continue. Upon any such occurrence, the trustee, receiver, executor, administrator, committee, guardian or conservator of such Member shall have all the rights of such Member for the purpose of settling or managing its estate or property, subject to satisfying conditions precedent to the admission of such assignee as a substitute Member. The transfer by such trustee, receiver, executor,

administrator, committee, guardian or conservator of any Company Interest shall be subject to all the restrictions to which such transfer would have been subject if such transfer had been made by such bankrupt, deceased, dissolved, liquidated, terminated or in competent Member.

IN WITNESS WHEREOF, I have signed these Articles of Organization on behalf of all of the members, and acknowledged them to be our act this <u>3D</u> day of <u>WACAU</u>, 2005.

ALEXANDER ELLIOFF PRESIDENT OF NORTON-ALEXANDER, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR

DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, and in compliance with Section 607.0501 of the Florida Business Corporation Act, the following is submitted:

NORTON-ALEXANDER., INC. with its place of business at 712 U.S. HIGHWAY ONE, SUITE 300, NORTH PALM BEACH, FLORIDA 33408, has named ALEXANDER ELLIOFF, located at 712 U.S. HIGHWAY ONE, SUITE 300, NORTH PALM BEACH, FLORIDA 33408, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Section 607.0505 of the Florida Business Corporation Act.

Dated March 32, 2005 ALEXANDER ELLIOFF

REGISTERED AGENT