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ARTICLES OF ORGANIZATION

OF

PROGRESSIVE ACQUISITIONS, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - NAME

The name of the Limited Liability Company is PROGRESSIVE ACQUISITIONS, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 7025 Beracasa Way, Suite 208, Boca Raton, Florida 33433.

ARTICLE III - REGISTERED AGENT

The name and Florida mailing address of the Registered Agent of the Limited Liabi Company is:

> Richard I. Gilbert 7025 Beracasa Way, Suite 208 Boca Raton, FL 33433

Having been named as registered agent and to accept service of process for the above named 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 as provided for in Chapter 608, F.S.

Richard I. Gilbert, Registered Agent

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be a manager managed company and the name and address of the manager is:

Richard I. Gilbert 7025 Beracasa Way, Suite 208 Boca Raton, FL 33433

ARTICLE V - DURATION

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right if given, of the members to add additional members and the terms and conditions of such admissions shall be in accordance with the Regulations of the Limited Liability Company.

ARTICLE VII - MEMBER RIGHTS 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 a member of any other event which terminates the continued membership of a member in the Limited Liability Company shall be in accordance with the Regulations of the Limited Liability Company.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this day of April, 2005.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes as affirmation under the penalties of periury that the facts stated herein are true.

RICHARD I. GILBERT

Member/Manager