

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Cortex Development Group III, LLC

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ARTICLES OF ORGANIZATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida limited liability company is:
Cortex Development Group III, LLC

Article II. Address

The Company's street and mailing address is:
Cortex Development Group III, LLC
1115 Marbella Plaza Drive
Tampa FL 33619

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Feldman Koenig & Highsmith, P. A.
3158 Northside Drive
Key West FL 33040

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Robert E. Highsmith, Esq. I FL Bar Member 0030333
Feldman Koenig & Highsmith, P. A.
3158 Northside Drive
Key West FL 33040
1-305-296-8851

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

CORTEX ACQUISITION GROUP LLC
1115 Marbella Plaza Drive Tampa FL 33619

Article VII. Company Existence

The Company's existence shall begin effective as of 6/2/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 6/2/2005.



ROBERT E. HIGHSMITH, ESQ.
by D. Stout as attorney-in-fact

Robert E. Highsmith, Esq. | FL Bar Member 0030333
Feldman Koenig & Highsmith, P. A.
3158 Northside Drive
Key West FL 33040
1-305-296-8851

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF REGISTERED AGENT

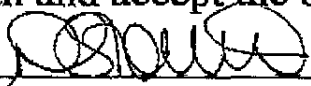
LIMITED LIABILITY COMPANY:

Cortex Development Group III, LLC

REGISTERED AGENT/OFFICE:

Feldman Koenig & Highsmith, P. A.
3158 Northside Drive
Key West FL 33040

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



FELDMAN KOENIG & HIGHSMITH, P. A.
by D. Stout as attorney-in-fact

Date: 6/2/2005.

Robert E. Highsmith, Esq. | FL Bar Member 0030333
Feldman Koenig & Highsmith, P. A.
3158 Northside Drive
Key West FL 33040
1-305-296-8851

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