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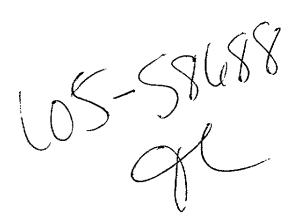
(Requestor's Name)
From: Origin ID: (954)587-3058 Jon Hinden Webber Hinden McLean Arbeiter 4430 SW 64th Avenue
Davie, FL 33314
(Address)
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VIA FEDERAL EXPRESS

DAVID E. GOODMAN (1935-1992)

SHAWN D. ARBEITER

BARRY S. WEBBER

JON A. HINDEN SUZANNE M. McLEAN

June 6, 2005

Florida Department of State Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

RE:

Senior Mr. Planet LLC

Our File No: E-2751

Dear Sir or Madam:

Enclosed please find the following:

- 1. Our law firm trust account check in the amount of \$125.00; representing \$100.00 for filing the enclosed Articles of Organization of Senior Mr. Planet LLC; and \$25.00 for the Registered Agent Fee;
- 2. An original and a copy of the Articles of Organization of Senior Mr. Planet LLC; and
- 3. A stamped pre-addressed envelope for returning a file-stamped copy of the Articles of Organization.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours

JAH/srm Enclosures Jen A. Hinden

ARTICLES OF ORGANIZATION OF SENIOR MR. PLANET LLC, A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name:

The name of the Limited Liability Company is:

Senior Mr. Planet LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

P.O. Box 8960 Rancho Santa Fe, California 92067

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Jon A. Hinden, Esquire 4430 Southwest 64th Avenue Davie, Florida 33314

Having been named as registered agent and to accept service of process for the above stated 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, Florida Statutes.

Joh A. Hinden, as Registered Agent

ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

MGRM

James M. Dale P.O. Box 8960

Rancho Santa Fe, California 92067

Required Signature:

By:

Signature of member or an authorized representative of a member

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

By: James M. Dale

Typed or printed name of signee