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FROM: AKERMAN SENTERFITT 162

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Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATION

## LIMITED LIABILITY COMPANY

VARCHILL HOLDINGS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY**

**ARTICLE I - Name**

The name of this limited liability company is **VARCHILL HOLDINGS, LLC** (the "Company").

**ARTICLE II - Address**

The mailing address and, if different, the street address of the principal office of the Company is:

c/o Nicholas Varney  
2400 Presidential Way, #1702  
West Palm Beach, Florida 33401

**ARTICLE III - Existence and Duration**

The Company shall commence its existence on the date that these Articles of Organization are filed with the Secretary of the State of Florida, and its duration shall be perpetual unless sooner dissolved by law.

**ARTICLE IV - Management**

The Company is to be managed by one or more managers and is therefore a manager-managed company.

**ARTICLE V - Registered Agent**

The initial registered office of this Company shall be located at 2400 Presidential Way, #1702, West Palm Beach, Florida 33401, and the initial registered agent of this Company at that address shall be Nicholas Varney. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

**VARCHILL HOLDINGS, LLC**

June 16, 2005.

By: Nicholas Varney  
Name: Nicholas Varney  
Title: President

(In accordance with Section 605.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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### REGISTERED AGENT ACCEPTANCE

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.

By:   
Name: Nicholas Varney

June 16, 2005.

"Registered Agent"

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SECRETARY OF STATE  
TALLAHASSEE, FL

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