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(Requester's Name)



delancyhill

a professional association
attorneys-at-law

Wachovia Financial Center
200 S. Biscayne Blvd. Suite 2680 Miami, FL 33131

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TALLAHASSEE, FLORIDA

N. Culligan JUN 23 2005



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June 16, 2005

VIA U.S. MAIL

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: NEW HORIZONS INVESTMENTS, LLC

Ladies and Gentlemen:

Enclosed herein are the original Articles of Organization on behalf of the captioned company. Also enclosed is a check in the amount of \$125.00 to cover the requisite filing fee, registered agent fee and certified copy fee. Please return the certified copy of the Articles of Organization at the below address envelope. If you have any questions, please call me at (786) 777-0184.

Sincerely,

DELANCYHILL, P.A.


Marlon A. Hill

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TALLAHASSEE, FLORIDA

Encl.

**ARTICLES OF ORGANIZATION
OF
NEW HORIZONS INVESTMENTS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

The name of the limited liability company shall be NEW HORIZONS INVESTMENTS, LLC (the "Company").

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company shall be S.W. 152ND Street, Miami, FL 33157.

ARTICLE III. PURPOSES AND POWERS

The Company is authorized to transact any business permitted by the laws of the State of Florida for a limited liability company.

ARTICLE IV. DURATION

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

ARTICLE V. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Marlon A. Hill, Esq., 200 S. Biscayne Blvd., Suite 2680, Miami, FL 33131.

ARTICLE VI. MANAGEMENT

The Company is to be managed by one or more members, as set forth in accordance with the Operating Agreement, and is therefore, a member-managed company. The Operating Agreement may contain any provisions for the regulation and management of the business and affairs of the Company, not inconsistent with Florida law or the Articles.

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The initial members of the Company shall be as follows:

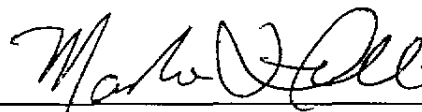
Peter Webley
9020 S.W. 152ND Street
Miami, FL 33157.

Maureen Webley
9020 S.W. 152ND Street
Miami, FL 33157.

ARTICLE VII. AMENDMENT

The Articles may be amended only by the majority consent of the members.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization at Miami, Florida, on this June 14 day of 2005.

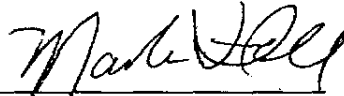


Marlon A. Hill, Esq.
Authorized Representative

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of NEW HORIZONS INVESTMENTS, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.


Marlon A. Hill, Esq.
Registered Agent

Dated: June 14, 2005

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