

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000065307
FILED 8:00 AM
June 30, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

NEXT LEVEL PROPERTIES LLC

Article II

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

305 MADISON AVE
SUITE 449
NEW YORK, NY. 10165

The mailing address of the Limited Liability Company is:

305 MADISON AVE
SUITE 449
NEW YORK, NY. 10165

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

JOEL LESPINASSE
28428 TALL GRASS DRIVE
WESLEY CHAPEL, FL. 33543

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.

Registered Agent Signature: JOEL LESPINASSE

Article V

The name and address of managing members/managers are:

Title: MGR
JOEL LESPINASSE
305 MADISON AVE SUITE 449
NEW YORK, NY. 10165

Title: MGRM
MYRIAM STERLIN DR.
305 MADISON AVE SUITE 449
NEW YORK, NY. 10165

Title: MGRM
LUC GRANDCHAMP
305 MADISON AVE SUITE 449
NEW YORK, NY. 10165

Title: MGRM
JOCELYNE GRANDCHAMP
305 MADISON AVE SUITE 449
NEW YORK, NY. 10165

Title: MGRM
GORDON SIMMONS
P.O. BOX 23605
TAMPA, FL. 33647

Title: MGRM
SANIA GRANDCHAMP
540 NW 165TH STREET ROAD SUITE 112
MIAMI, FL. 33169

Article VI

The effective date for this Limited Liability Company shall be:

07/01/2005

Signature of member or an authorized representative of a member

Signature: JOEL LESPINASSE

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