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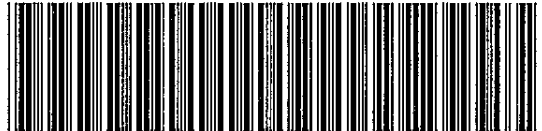
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Adaja Properties, LLC

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

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7/11/05

3:08

**ARTICLES OF ORGANIZATION
FOR
ADAJA, PROPERTIES, LLC
A Florida Limited Liability Company**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, hereby submits and files with the Florida Department of State, these Articles of Organization.

ARTICLE I

Name

The name of the limited liability company created hereby (hereinafter, "the Company") is: **ADAJA, PROPERTIES, LLC.**

ARTICLE II

Purpose

The Company's business activities shall be to engage in any lawful business that may be engaged in by a limited liability company organized under the Florida Limited Liability Company Act, as such business activities may be determined by its members from time to time. The Company shall have the same powers as an individual to do all things necessary to carry out *its business and affairs, including, without limitation, all powers permitted by the Florida Limited Liability Company Act*, and the power to:

- (a) Sue and be sued, and defend, in its name.
- (b) Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located.
- (c) Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of, all or any part of its property.
- (d) Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity.
- (e) Make contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting

limited liability company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of the contracting limited liability company; or a corporation the majority of the stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership interests of the contracting limited liability company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company.

(f) *Lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment.*

(g) *Conduct its business, locate offices, and exercise the powers granted by Florida Statutes Chapter 608 within or without the State of Florida.*

(h) *Select managers and appoint officers, directors, employees, and agents of the Company, define their duties, fix their compensation, and lend them money and credit.*

(i) *Make donations for the public welfare or for charitable, scientific, or educational purposes.*

(j) *Pay pensions and establish pension plans, pension trusts, profit-sharing plans, retirement plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members, officers, agents, and employees.*

(k) *Be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.*

(l) *Make payments or donations or do any other act not inconsistent with law that furthers the business of the Company.*

ARTICLE III

Address

The mailing address and street address of the principal office of the Company shall both be 218 E. Bearss Avenue, Suite 405, Tampa, FL 33613.

ARTICLE IV

Duration

The existence of the Company shall commence upon the filing of these Articles of Organization, and shall thereafter be perpetual, unless dissolution or conversion occurs according to law.

ARTICLE V

Admission of Additional Members

The members may admit additional members pursuant to unanimous written consent of the members in existence prior to the admission of any such additional member.

ARTICLE VI

Registered Office and Agent

The address of the initial registered office of the Company in the State of Florida is, 218 E. Bearss Avenue, Suite 405, Tampa, Florida 33613, and the name of the registered agent at such address is Donald Baruch.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization this 29th day of JUNE, 2005, and hereby acknowledge that the facts stated herein are true.

BARUCH HOLDINGS, INC.

By: 
GLENN BARUCH, President


GERALD HILL, MEMBER


TERRY A. HILL, Member

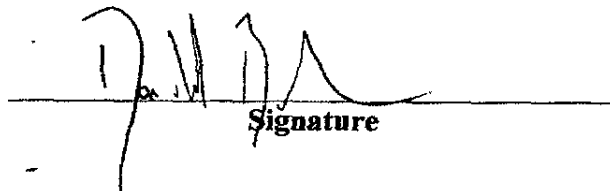
**CERTIFICATE OF DESIGNATION OF REGISTERED
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

1. The name of the limited liability company is **ADAJA PROPERTIES, LLC.**
2. The name and the Florida street address of the registered agent are:

Donald Baruch
218 E. Bearss Avenue, Suite 405
Tampa, Florida 33613

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.


Signature