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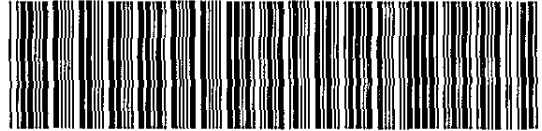
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TALLAHASSEE, FLORIDA

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**SCHUTT LAW FIRM, P.A.**

*Attorneys and Counselors at Law*  
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Cape Coral, Florida 33904  
Tel.: (239) 540-7007; Telefax (239) 540-2154  
*e-mail: darrin.schutt@schuttlaw.com*

Darrin R. Schutt \*\*  
\*Admitted in Fl. & Ga.  
† Florida Civil Law Notary

June 27, 2005

Secretary of State  
Division of Corporations  
Records Section  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: ***Equinox Holding Company, L.L.C.***  
Articles of Organization

Dear Sir or Madam:

Please find enclosed the Articles of Organization for ***Equinox Holding Company, L.L.C.***, with our check of \$155.00. If everything is in order, please file the enclosed and return a certified copy of the filed articles to our office.

If you have any questions, please do not hesitate to call.

Sincerely,

Darrin R. Schutt, Esq.

Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION OF  
EQUINOX HOLDING COMPANY, L.L.C.**

**ARTICLE I  
NAME**

The name of this Limited Liability Company shall be: EQUINOX HOLDING COMPANY, L.L.C.

**ARTICLE II  
PURPOSE**

This Limited Liability Company is created for the purpose of transacting any and all lawful business for which limited liability companies may be organized under the laws of the State of Florida or of the United States of America, as may be agreed upon by the members.

**ARTICLE III  
PLACE OF BUSINESS AND REGISTERED AGENT**

The initial principal place of business and mailing address of this Limited Liability Company shall be 1808 Lagoon Lane, Cape Coral, Florida 33914, and such other place or places as the members from time to time may determine.

The initial Registered Agent of the Limited Liability Company shall be Darrin R. Schutt, Esq., Suite C, 1105 Cape Coral Parkway East, Cape Coral, Florida 33904.

**ARTICLE IV  
MANAGEMENT OF BUSINESS**

This Limited Liability Company is to be managed by one or more members, such that the company is to be a member-managed company. The initial managing members are:

Edward Schultz  
1808 Lagoon Lane  
Cape Coral, Florida 33914

PIWO ZLOTY, L.L.C.  
9746 Londolyn Bluff  
Traverse City, Michigan 49686

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**ARTICLE V  
REGULATIONS**

At the time of executing these articles of organization, the members of the Limited Liability Company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles.

The power to alter, amend or repeal these regulations shall be vested in all the members of this company.

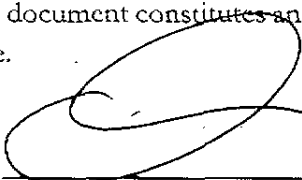
**ARTICLE VI  
PROPERTY**

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company.

**ARTICLE VII  
DISTRIBUTION OF EARNINGS**

The Managing Member of the Company shall have the sole discretion whether to issue earnings or retain the same, either in whole or in part. The Managing Member shall not be required to provide a reason for the determination to retain such earnings.

**IN WITNESS WHEREOF**, the Authorized Agent of the Members has executed these Articles of Organization on this 28<sup>th</sup> day of June, 2005, and acknowledges that in accordance with §608.408(3), Florida Statutes, that the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

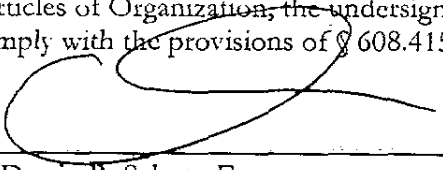
  
\_\_\_\_\_  
Darrin R. Schutt, Esq., Authorized Agent  
for the Managing Members Schutt and  
PIWO ZLOTY, L.L.C.

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### ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Limited Liability Company at the place designated within the Articles of Organization, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of § 608.415, Florida Statutes.

  
\_\_\_\_\_  
Darrin R. Schutt, Esq.

**FILED**

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TALLAHASSEE, FLORIDA