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SECRETARY OF STATE DIVISION OF CORPORATIONS



1700 PNC PLAZA
500 WEST JEFFERSON STREET
LOUISVILLE, KENTUCKY 40202-2874
(502) 582-1601
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TENNIA Y. HILL PARALEGAL

DIRECT DIAL 502-560-4207 DIRECT FAX 502-627-8707

thill@ogdenlaw.com

July 12, 2005

VIA EXPRESS MAIL

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

Re: Gray's New Ventures, LLC

Our File No.: 33241/1

Dear Sir or Madam:

Enclosed please find an original and two photocopies of the Articles of Organization of Gray's New Ventures, LLC. Also, enclosed please find a check in the amount of \$125.00, representing the filing fee.

Please file the document and return a file stamped copy to me in the enclosed self addressed envelope. If you have any questions regarding this matter, please contact me immediately at (502) 560-4207.

Sincerely,

Tennia Y. Hill Paralegal

Enclosure

cc: James B. Martin

Articles of Organization

of

Gray's New Ventures, LLC

The undersigned hereby forms and organizes a limited liability company pursuant to Chapter 608 of the Florida Statutes and adopts the following Articles of Organization of such limited liability company:

Article I

The name of the limited liability company is:

GRAY'S NEW VENTURES, LLC

Article II

The mailing address and street address of the initial principal place of business of the limited liability company is:

2836 E. Fletcher Avenue Tampa, Florida 33612

Article III

The name and street address of the registered agent is:

James M. Gray 2836 E. Fletcher Avenue Tampa, Florida 33612

Article IV

The management of the limited liability company is reserved to managers elected and/or appointed in accordance with the operating agreement of the limited liability company. Only those elected or appointed as managers may bind the limited liability company, and no member, by reason of being a member, may bind the limited liability company. The authority of the mangers shall be exercised in accordance with the operating agreement of the limited liability company.

Article V

The duration of the limited liability company shall be perpetual, save and until its dissolution in accordance with the Chapter 608 of the Florida Statutes and the operating agreement of the limited liability company.

Article VI

Except as otherwise provided by Florida law, no member, manager, agent or employee of the limited liability company shall be personally liable for the debts, obligations, or liabilities of the limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

Date: 14/2, 2005

James M. Gray

This Instrument Prepared By:

James B. Martin

Ogden Newell & Welch PLLC

1700 PNC Plaza

500 West Jefferson Street

Louisville, Kentucky 40202

(502) 582-1601

Consent of Initial Agent for Service of Process to Serve

Having been named as registered agent and to accept service of process for Gray's New Ventures, LLC at the place designated in these Articles, 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, F.S.

James M. Gray