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FLORIDA/FOREIGN LIMITED LIABILITY CO.

VICTORIA ENTERPRISES, LLC

Certificate of Status	1
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EFFECTIVE DATE
2/21/06

**ARTICLES OF ORGANIZATION OF
VICTORIA ENTERPRISES, LLC**

ARTICLE I
NAME

The name of this Limited Liability Company is VICTORIA ENTERPRISES, LLC (the "Company").

ARTICLE II
DURATION

The period of duration for the Company is perpetual.

ARTICLE III
ADDRESS

The mailing address and street address of the principal office of the Company is:

825 23rd St. SW
Naples FL 34117-4315

ARTICLE IV
REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be c/o Cox & Nici, 1185 Immokalee Road, Suite 110, Naples, Florida 34110, and its initial registered agent at such office shall be James R. Nici, Esq.

ARTICLE V
MANAGEMENT

The Company is to be a Manager-Managed company and the name and address of the elected Managers who shall serve as Managers until the first annual meeting or until their successors are chosen are:

Rachelle Swift, as Trustee
825 23rd St. SW
Naples FL 34117-4315

Dated this 10th day of February, 2006.

****The Effective Date of these Articles shall be February 21, 2006****


James R. Nici, as Authorized Representative

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

1. The name of the Company is VICTORIA ENTERPRISES, LLC
2. The name and address of the registered agent and office is:

James R. Nici, Esq.
c/o Cox & Nici
1185 Immokalee Road, Suite 110
Naples, Florida 34110

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, as provided for in Chapter 608, Florida Statutes.

Dated: February 10th, 2006

By: _____

James R. Nici, Esq.

Initial Registered Agent

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