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[Handwritten signature]

**Michael F. Gross
Hillsdale Investments, L.L.C.
4972 13th Avenue N.
St. Petersburg, FL 33710**

February 21, 2006

Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Hillsdale Investments, L.L.C.

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Organization, together with a check in the amount of \$155.00. This represents the cost of the Filing Fees, Certified Copy of Articles of Organization and Fee for Registered Agent Designation for the above-named organization.

Very truly yours,


Michael F. Gross
Hillsdale Investments, L.L.C.

Enclosures

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check stapled here

ARTICLES OF ORGANIZATION

of

HILLSDALE INVESTMENTS, L.L.C.

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I - ORGANIZATION NAME

The name of the organization is Hillsdale Investments, L.L.C.

ARTICLE II - DURATION

The limited liability company shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The limited liability company is organized for the purpose of engaging in any lawful business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV – ORGANIZATION OFFICE

The organization's principal office address shall be as follows:

4972 13th Avenue North
St. Petersburg, FL 33710

The organization's mailing address shall be as follows:

4972 13th Avenue N.
St. Petersburg, FL 33710

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**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT & REGISTERED
AGENT'S SIGNATURE**

The name and the Florida street address of the Initial Registered Office and Agent of this Organization is:

Michael F. Gross
4972 13th Avenue N.
St. Petersburg, FL 33710

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, F.S.


Michael F. Gross, Registered Agent

ARTICLE VI - MANAGERS

This organization shall have one (1) manager initially. The number of managers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial manager of the organization is as follows:

Michael F. Gross
4972 13th Avenue N.
St. Petersburg, FL 33710

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ARTICLE VII - SIGNER

The name and address of the person signing these Articles of Organization is as follows:

Michael F. Gross
4972 13th Avenue N.
St. Petersburg, FL 33710

ARTICLE VIII - MANAGEMENT

The Limited Liability Company is to be managed by one or more managers who are also members and is, therefore, a member - managed company.

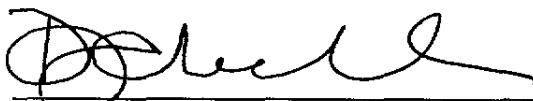
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 8th day of ~~February~~ March, 2006.


Michael F. Gross


STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael F. Gross, known to me to be the person who executed the foregoing Articles of Organization, or who presented Florida drivers license as identification, and who acknowledged before me that he executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 8th day of ~~February~~ March, 2006.



Notary Public, State of Florida at Large
My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
 Daniel J. Chechele
Commission # DD501296
Expires: FEB. 03, 2010
Bonded Thru Atlantic Bonding Co., Inc.

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