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Division of Corporations

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FACSIMILE COVER SHEET

DATE: March 27, 2006
TO: Division of Corporations
FAX NO.: 850-205-0383
FROM: Harold S. Bofshever
RE: ASHLEY PROPERTY HOLDINGS, L.L.C.

MESSAGE: Please file the enclosed Articles and return confirmation thereof
to the attention of HAROLD S. BOFSHEVER, Esq.

OF PAGES 5 (including cover sheet)

IF YOU DO NOT RECEIVE THE DESIGNATED NUMBER OF PAGES, OR IF YOU EXPERIENCE ANY PROBLEM WITH THE TRANSMISSION OF THIS DOCUMENT, PLEASE CALL OUR FAX OPERATOR AT (954) 522-3456.

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**ARTICLES OF ORGANIZATION
OF
SD CONSULTANTS, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be: SD CONSULTANTS, LLC.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be 5507 S. Congress Avenue, Suite 150, Atlantis, Florida 33462, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The initial registered office of this limited liability company is 5507 S. Congress Avenue, Suite 150, Atlantis, Florida 33462. The initial registered agent at that address is Steven A. Dutcher.

ARTICLE IV

This limited liability company shall commence its existence as of the execution hereof on March 27, 2006, and shall exist perpetually thereafter unless sooner dissolved.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 27 day of March, 2006.


Steven A. Dutcher, Member

EFFECTIVE DATE

3/27/06

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

Pursuant to the provisions of section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST -- The name of the limited liability company is SD CONSULTANTS, LLC.

SECOND -- The name and address of the registered agent and office is:

Steven A. Dutcher
5507 S. Congress Avenue
Suite 150
Atlanta, Florida 33462

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.

Dated this 27 day of March, 2006.


Steven A. Dutcher, Registered Agent

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