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LAW OFFICES
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MEMBER OF INTERNATIONAL
LAWYERS NETWORK

March 22, 2006

VIA FEDERAL EXPRESS

Registration Department
Division of Corporations, Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Sunriser, LLC – Articles of Organization
Our File No.: 22995-0023

Dear Sir or Madam:

Enclosed herewith is an original and one (1) executed copy of the Articles of Organization of Sunriser, LLC. Also enclosed is our firm's check #11114 made payable to the Florida Department of State in the amount of \$155.00 to cover the filing fee and certified copy of Articles of Organization.

Kindly process this matter at your earliest convenience and please return date-stamped and certified copies to me in the enclosed Federal Express package .

Should you have any questions, please feel free to contact me.

Very truly yours,



Jane A. Lincoln

JAL/op
Enclosures
183474_1

Pursuant to Internal Revenue Service guidance, be advised that any federal tax advice in this communication, including any attachments or enclosures, was not intended or written to be used, and it cannot be used, by any person or entity for the purpose of avoiding penalties imposed under the Internal Revenue Code.

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06 MAR 23 PM 1:01
TALLAHASSEE, FLORIDA
STATE

ARTICLES OF ORGANIZATION

OF

SUNRISER, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be SUNRISER, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be:

c/o Steven L. Daniels, Esq.
Arnstein & Lehr LLP
2424 North Federal Highway, Suite 462
Boca Raton, FL 33431

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TALLAHASSEE, FLORIDA
STATE

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization or the Regulations of the Company.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is:

Steven L. Daniels, Esq.
Arnstein & Lehr LLP
2424 North Federal Highway, Suite 462
Boca Raton, FL 33431

ARTICLE V -- CAPITAL CONTRIBUTIONS AND OWNERSHIP UNITS

Each Member shall receive the number of ownership units as set forth in Exhibit "A" attached hereto. Each Member will retain that number of ownership units regardless

of future capital contributions or withdrawals from the Company unless the issuance of additional units or the cancellation of units shall be agreed by all Members.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each Member shall make additional capital contributions to the Company only on the unanimous consent of all the Members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional Member shall be admitted to the Company except with the written consent of all Members.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of all Members or on the occurrence of any other event that terminates the continued membership of a Member in the Company, unless the business of the Company is continued by the consent of all the remaining Members, provided there is at least one remaining Member.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by the Managing Member set forth below.

Scott Efron
6075 Via Crystalle
Delray Beach, FL 33484

ARTICLE X - AMENDMENTS

The amendment of these Articles of Organization shall require the unanimous approval of the Members.

06 MAR 23 PM 1:01
STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Boca Raton, Florida, on this 21 day of March, 2006.

SUNRISER, LLC, a Florida limited liability company

By: Scott Efron
Scott Efron, Managing Member

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I hereby certify that a true and correct copy of the foregoing was acknowledged before me this 21 day of March, 2006 by Scott Efron, as Managing Member of SUNRISER, LLC, a Florida limited liability company, on behalf of the company, who is personally known to me or has produced _____ as identification.

Jacques K. Momperousse Sr.
Notary Public

Commission No. DD 450223

Commission Expires: 7/12/2009

JACQUES K. MOMPEROUSSE SR.
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD450223
EXPIRES 7/12/2009
BONDED THRU 1-888-NOTARY1

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Florida Statutes the following is submitted:

First -- SUNRISER, LLC, has named Steven L. Daniels, who is located at Arnstein & Lehr LLP, 2424 North Federal Highway, Suite 462, City of Boca Raton, County of Palm Beach, State of Florida, 33431, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited liability company at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Steven L. Daniels

FILED
MAR 23 PM 1:01
CLERK OF DISTRICT COURT
STATE OF FLORIDA
PALM BEACH COUNTY

EXHIBIT "A"

MEMBER and ADDRESS:

UNITS:

Scott Efron
6075 Via Crystalle
Delray Beach, FL 33484

100

TOTAL

100

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