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FLORIDA/FOREIGN LIMITED LIABILITY C

AFA Venture Partners, LLC

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**ARTICLES OF ORGANIZATION
OF
AFA VENTURE PARTNERS LLC**

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

**ARTICLE I
NAME**

The name of the Limited Liability Company is AFA VENTURE PARTNERS LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 150 West Avenue, #2801, Miami, Florida 33139.

**ARTICLE III
DURATION**

The period of duration for the Company shall be perpetual.

**ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Andrew Stearns	150 West Flagler Street 2200 Museum Tower Miami, Florida 33130

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of
Organization this 9 day of May, 2006.


Andrew E. Stearns, Member

REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for AFA Venture Partners LLC at the place designated above, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: May 9, 2006


Andrew E. Stearns, Registered Agent

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