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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BILLWOOD, LLC

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**ARTICLES OF ORGANIZATION
OF
BILLWOOD, LLC**

Pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State, the following are the Articles of Organization for Billwood, LLC (the "Company"):

1. **Name.** The name of the Company is Billwood, LLC.
2. **Mailing Address and Principal Place of Business.** The Company's mailing address and principal office shall be located at 535 Sanctuary Drive, Unit C606, Long Boat Key, Florida 34228.
3. **Initial Registered Agent.** The name and address of the initial registered agent in Florida for the Company are:

George W. ("Bill") Dietrich
535 Sanctuary Drive, Unit C606
Long Boat Key, Florida 34228

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, authorized representative of a member of the Company, has executed these Articles of Organization this 11th day of May, 2006.


George W. ("Bill") Dietrich
Authorized Representative

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, resident in the State, having been named in Section 3 of Articles of Organization of Billwood, LLC (the "Company") as the initial registered agent for the Company at the office designated in the Company's Articles of Organization, in accordance with Section 608.415 of the Florida Statutes, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with and hereby accepts the obligations of such position.


George W. ("Bill") DietrichEXECUTED this 11th day of May, 2006.APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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