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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Respect Cleveland, LLC

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ARTICLES OF ORGANIZATION
OF
RESPECT CLEVELAND, LLC

The undersigned authorized representative of a member, for the purpose of forming a limited liability company under the Florida Limited Liability Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE 1 - NAME

The name of the limited liability company is RESPECT CLEVELAND, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 515 North Flagler Drive, Suite 808, West Palm Beach, FL 33401.

ARTICLE III - REGISTERED AGENT

The name of the registered agent of the Company in the State of Florida is Halle, Shaw & Pfaffenberger, P.A., and the street and mailing address is 660 U.S. No. 1, 3rd Floor, North Palm Beach, FL 33408.


IN WITNESS WHEREOF, the undersigned has made, subscribed and affirmed these Articles of Organization, under the penalties of perjury, as the duly authorized representative of a member of the Company at North Palm Beach, Florida, this 6th day of June, 2006.


Oren S. Tasini, as Authorized
Representative

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid limited liability company. We are familiar with, and accept the obligations of Chapter 608 of the Florida Statutes.

Haile, Shaw & Pfaffenberger, P.A.

By: 
Name: Oren S. Tasini

Date: June __, 2006

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