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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**UTOPIA205, LLC.**

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ARTICLES OF ORGANIZATION

2006 JUL 17 A 9:43

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

UTOPIA205, LLC

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this Limited Liability Company is: UTOPIA205, LLC.

ARTICLE II  
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV  
ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 1314 E. LAS OLAS BLVD, #285, FORT LAUDERDALE, FL 33301. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE V  
REGISTERED OFFICE, REGISTERED AGENT

That UTOPIA205, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates MARIA CLARA GARBATI, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 1314 E. LAS OLAS BLVD, #285, FORT LAUDERDALE, FL 33301.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDAARTICLE VI  
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. The Initial Manager shall be BEDDER ENTERPRISES, LTD, of 1314 E. LAS OLAS BLVD, #285, FORT LAUDERDALE, FL 33301.

WITNESS the hand and seal of the manager in Broward County, State of Florida, this 17 day of July, 2006

The Managing Member  
BEDDER ENTERPRISES, LTD.

By: [Signature]  
Name: Jesus A. Lauria  
Title Managing Member

STATE OF FLORIDA )

) SS:

COUNTY OF MIAMI-DADE )

PERSONALLY appeared before me, JESUS A LAURIA, the MANAGING MEMBER of Bedder Enterprises, Ltd., the Managing Member of UTOPIA205, LLC, for and on behalf of the entity, who produced \_\_\_\_\_ as identification or is personally known to me, who being by me first duly sworn, acknowledges that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Broward County, Florida this 17 day of July, 2006.

[Signature]  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My commission expires:



Maria Clara Gerbell  
My Commission 00941236  
Expires July 28, 2008

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

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That UTOPIA205, LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Broward, State of Florida, designates MARIA CLARA GARBATI, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 1314 E. LAS OLAS BLVD, #285, FORT LAUDERDALE, FL 33301.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

The Registered Agent



MARIA CLARA GARBATI

Date: July 17, 2006

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