

Florida Department of State
Division of Corporations
Public Access System
Electronic Filing Cover Sheet

UD60002248975

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000224891 3)))



H060002248913ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0383

From:
Account Name : JAM MARK LIMITED
Account Number : I20000000112
Phone : (305)789-7758
Fax Number : (305)789-7799

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 SEP 11 AM 9:17

RECEIVED
06 SEP 11 AM 11:34
DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

BLUE PEARL FINANCE, LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF ORGANIZATION
OF
BLUE PEARL FINANCE, LLC**

The undersigned, being a duly authorized representative of the member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is BLUE PEARL FINANCE, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office address of the Company is:

11 West University Avenue, Suite 88
Gainesville, FL 32601

The mailing office address of the Company is:

701 Brickell Avenue
Suite 3000
Miami, FL 33131

ARTICLE III

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal an operating agreement for the Company shall be vested in the Members of the Company.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
2006 SEP 11 AM 9:17

H06000224891 3

ARTICLE IV

MANAGEMENT

The Company is to be managed by one or more members and is, therefore, a member-managed company. The name and address of the initial managing member is:

Blue Pearl A.S.
11 West University Avenue, Suite 88
Gainesville, FL 32601

ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, if applicable or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE VIII

REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Ave., Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Intrastate Registered Agent Corporation as the Company's initial registered agent at that address to accept service of process within this state.

FILED
SECRETARY OF STATE
2006 SEP 11 AM 9:17

SEP 11 2006 10:35 AM FR HOLLAND & KNIGHT

TO 22275#888050#000 P.04

H06000224891 3

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 11th day of September, 2006.



Jeff Ruhinger,
Duly Authorized Representative of a
Member

FILED
SECRETARY OF STATE
DIVISION OF REPLICATIONS
2006 SEP 11 AM 9:17

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for BLUE PEARL FINANCE, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 11th day of September, 2006.

INTRASTATE REGISTERED AGENT CORPORATION

By: _____

Jorge Hernandez-Torano, President

#4037224_v1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 SEP 11 AM 9:17