Florida Department of State

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Division of Corporations

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From:

Account Name : FOWLER, WHITE, BURNETT, ET AL

Account Number : 071250001512 : (305)789-9200 Phone Fax Number : (305)789-9201

FLORIDA/FOREIGN LIMITED LIABILITY CO.

PINNACLE GROUP OF COMPANIES, LLC

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ARTICLES OF ORGANIZATION

OF

PINNACLE GROUP OF COMPANIES, LLC

ARTICLE I

The name of the limited liability company formed hereby is PINNACLE GROUP OF COMPANIES, LLC (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

1395 Brickell Avenue, 14th Floor-FKL Miami, Florida 33131

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Fred K. Lickstein, Esq. 1395 Brickell Avenue, 14th Floor Miami, Florida 33131

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ARTICLE V

The Limited Liability Company shall be manager-managed. The name and address of the initial Manager is:

Richard Newbatt 5863 Leslie Street, Suite 501 Toronto, Ontario M2H1J8 Canada

Fred K. Lickstein,

as Authorized Representative of the Members

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)
Member, who is personally kno as identification, to be	eared Fred K. Lickstein, as Authorized Representative of the twn to me, or who produced the person who executed the foregoing Articles of Organization. ereunto set my hand and official scal this day of
NOTARY PUBLIC-STATE OF FLORIDA Judith D. Rodman Commission # DD469468 Expires: OCT. 18, 2009 Bonded Thru Atlantic Bonding Co., Inc.	Notaty Public Print Name:

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OF RESIDENT AGENT AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

- 1. The name of the limited liability company is PINNACLE GROUP OF COMPANIES, LLC.
- 2. The name and address of the Registered Agent and Office is:

Fred K. Lickstein, Esq. 1395 Brickell Avenue, 14th Floor Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.

Fred K. Lickstein, Registered Agent

Date: 10/31/06

PINNACLE GROUP OF COMPANIES, LLC

Fred K. Lickstein,

as Authorized Representative

of the Member

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