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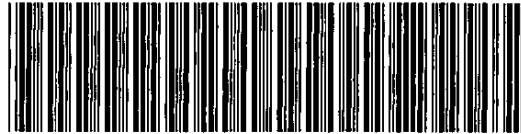
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TALLAHASSEE, FLORIDA

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L06-120345
JL

JOHN T. PRAHL

Attorney at Law

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2801 Ponce de Leon Blvd.
Suite 1155
Coral Gables, FL 33134

December 15, 2006

Secretary of State
Corporate Division
PO Box 6327
Tallahassee, FL 32314

Re: Prahl Holding LLC

Ladies and Gentlemen:

Enclosed please find Articles of Organization for Prahl Holding LLC. Please file and return a certified copy and a certificate of formation. Enclosed is a check in the amount of \$155.00 and another check in the amount of \$8.75 for a Certificate of Good Standing.

Thank you for your prompt attention to this matter.

Sincerely yours,

Helen Prahl

Helen Prahl

/hp

Enclosure

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
Prahl Holding LLC**

**ARTICLE I
NAME**

The name of this limited liability company shall be Prahl Holding LLC.

**ARTICLE II
DURATION**

The limited liability company shall have perpetual existence.

**ARTICLE III
PURPOSE AND POWERS**

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights, which a limited liability company may exercise under Florida law, or the laws of the United States of America.

**ARTICLE IV
PRINCIPAL OFFICE**

The mailing address and the street address of this limited liability company shall be:

12940 SW 69th Avenue
Pinecrest, FL 33156

**ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent for this limited liability company and the street address of the initial registered agent are:

H. William Prahl, III
12940 SW 69th Avenue
Pinecrest, FL 33156

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ARTICLE VI
ADDITIONAL MEMBERS

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

ARTICLE VII
MANAGER

This limited liability company shall be managed by a Manager. The name and address of the initial Manager is as follows:

H. William Prah, III
12940 SW 69th Avenue
Pinecrest, FL 33156

The initial Manager shall serve until the first annual meeting of members, or until his successor is elected and qualified, or until his death or resignation.

ARTICLE VIII
OPERATING AGREEMENT

The Operating Agreement of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

ARTICLE IX
MEMBERS' RIGHT TO CONTINUE BUSINESS

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by unanimous vote of the remaining members; provided that at least one member remains.

ARTICLE X
AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 15 day of December, 2006.



H. William Prah, III, Manager

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**


The name of the limited liability company is Prah1 Holding LLC.

The name and address of the registered agent and office is:

H. William Prah1, III
12940 SW 69th Avenue
Pinecrest, FL 33156

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this 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 I am familiar with and accept the obligations of my position as registered agent.

Dated: December 15, 2006


H. William Prah1, III

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