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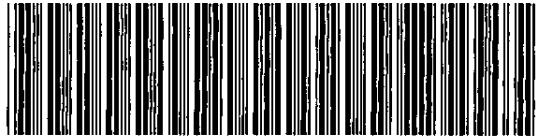
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# SCHUTT LAW FIRM, P.A.

*Attorneys and Counsellors at Law*

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Darrin R. Schutt \*†

\*Admitted in Fl. & Ga.

† Florida Civil Law Notary

March 2, 2007

Secretary of State  
Division of Corporations  
Records Section  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: **Entrada-Red Rock Partners II, L.L.C.**  
**Office Warehouse City-Red Rock Partners III, L.L.C.**  
Articles of Organization

Dear Sir or Madam:

Please find enclosed the Articles of Organization for:

**Entrada-Red Rock Partners II, L.L.C.**  
**Office Warehouse City-Red Rock Partners III, L.L.C.**

with our check of \$155.00 for each Company.

If everything is in order, please file the enclosed and return the certified copies of the filed articles to our office.

If you have any questions, please do not hesitate to call.

Sincerely,

Darrin R. Schutt, Esq.

Enclosures

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**ARTICLES OF ORGANIZATION OF  
ENTRADA – RED ROCK PARTNERS II, L.L.C.**

**ARTICLE I  
NAME**

The name of this Limited Liability Company shall be: ENTRADA – RED ROCK PARTNERS II, L.L.C.

**ARTICLE II  
PURPOSE**

This Limited Liability Company is created for the purpose of transacting any and all lawful business for which limited liability companies may be organized under the laws of the State of Florida or of the United States of America, as may be agreed upon by the members.

**ARTICLE III  
PLACE OF BUSINESS AND REGISTERED AGENT**

The initial principal place of business shall be 996 West Jericho Turnpike, Smithtown, New York 11787, and initial mailing address of this Limited Liability Company shall be 996 West Jericho Turnpike, Smithtown, New York 11787, and such other place or places as the members from time to time may determine.

The initial Registered Agent of the Limited Liability Company shall be Darrin R. Schutt, Esq., Suite C, 1105 Cape Coral Parkway East, Cape Coral, Florida 33904.

**ARTICLE IV  
MANAGEMENT OF BUSINESS**

This Limited Liability Company is to be managed by one or more members, such that the company is to be a member-managed company. The initial member is:

RED ROCK PARTNERS, L.L.C., a New York limited liability company  
996 West Jericho Turnpike  
Smithtown, New York 11787

**ARTICLE V  
REGULATIONS**

At the time of executing these articles of organization, the members of the Limited Liability Company shall adopt regulations containing all provisions for the regulation and management of this

*ENTRADA – RED ROCK PARTNERS II, L.L.C.*

Articles of Organization

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company not inconsistent with law or these articles.

The power to alter, amend or repeal these regulations shall be vested in all the members of this company.

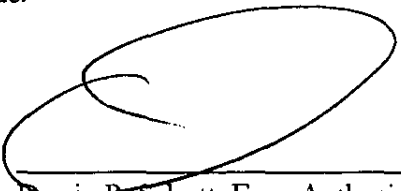
## ARTICLE VI PROPERTY

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company.

## ARTICLE VII DISTRIBUTION OF EARNINGS

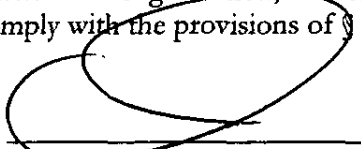
The manager of the Company shall have the sole discretion whether to issue earnings to the members or retain the same, either in whole or in part. The manager shall not be required to provide a reason for the determination to retain such earnings.

**IN WITNESS WHEREOF**, the Authorized Agent of the Managing Member has executed these Articles of Organization on this 2<sup>nd</sup> day of March, 2007, and acknowledges that in accordance with § 608.408(3), Florida Statutes, that the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
\_\_\_\_\_  
Darin R. Schutt, Esq., Authorized Agent  
for Red Rock Partners, L.L.C., a New York  
limited liability company

## ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Limited Liability Company at the place designated within the Articles of Organization, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of § 608.415, Florida Statutes.

  
\_\_\_\_\_  
Darin R. Schutt, Esq.

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