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December 19, 2007

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Bocalee, LLC
Our File No. 808074.115495

Dear Sir or Madam:

On behalf of our client, enclosed find an original and a copy of Articles of Organization for the above-captioned limited liability company. Please file the original, certify the copy, and return the certified copy to us using the enclosed Federal Express return envelope provided for your convenience.

Enclosed is a check payable to the Florida Department of State in the amount of \$155 consisting of the following fees:

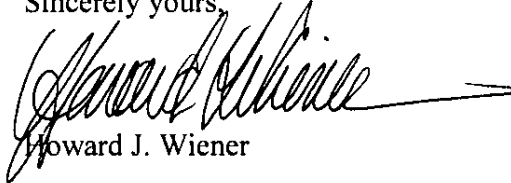
Filing Fee	\$100
Designation of Registered Agent	25
Certification	<u>30</u>
	<u>\$ 155</u>

I WOULD APPRECIATE YOUR FILING THE ENCLOSED ARTICLES OF ORGANIZATION EFFECTIVE AS OF THURSDAY, DECEMBER 20, 2007 (the date you received the Articles of Organization), AND THEREFORE, RESPECTFULLY REQUEST THAT YOU CALL ME UPON YOUR RECEIPT OF THIS LETTER TO CONFIRM THE DATE OF FILING WITH THE DEPARTMENT OF STATE.

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TALLAHASSEE, FL 32399

Thank you for your cooperation and kind attention to this important matter.

Sincerely yours,



Howard J. Wiener

HJW/cjt
Enclosures

cc: Godfrey A. Rockefeller, Jr. (c/o Regina
Rockefeller, Esq.) (w/o copy of enclosures)

* * * * *

To ensure compliance with IRS requirements, we inform you that any tax advice contained in this communication is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BOCALEE, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I

Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "Bocalee, LLC".

ARTICLE II

Address:

The mailing address and street address of the principal office of the Company is:

Bocalee, LLC.
c/o Godfrey A. Rockefeller, Jr.
P.O. Box 661
290 Tarpon Avenue
Boca Grande, Florida 33921

ARTICLE III

Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Godfrey A. Rockefeller, Jr.
Manager
Bocalee, LLC.
P.O. Box 661
290 Tarpon Avenue
Boca Grande, Florida 33921

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TALLAHASSEE, FLORIDA

**ARTICLE IV
Management:**


The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

IN WITNESS WHEREOF, I signed these Articles of Organization and acknowledge them to be my act this 14TH day of December, 2007.

By: 

Godfrey A. Rockefeller, Jr.
Member and Manager

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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