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SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. 0-10-1 JUL 22 2008

KENT HUFFMAN
ATTORNEY AT LAW
515 NORTH FLAGLER DRIVE – SUITE 801
WEST PALM BEACH, FLORIDA 33401

Telephone: (561) 838-9793
Fax: (561) 838-9034
email: huffmank@bellsouth.net

July 15, 2008

Secretary of State
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: ROSEWATER PUBLISHING, LLC
Our File Number: 5038.1

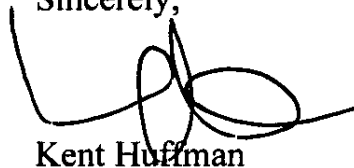
Dear Madam or Sir:

Accompanying this letter you will find an original of the ARTICLES OF ORGANIZATION and REGISTERED AGENT DESIGNATION for the above referenced entity, and a check in the amount of \$130.00, to cover your fee for filing the ARTICLES OF ORGANIZATION and REGISTERED AGENT DESIGNATION, and furnishing a Certificate of Status.

Kindly direct the return file stamped copies of the documents to the undersigned, at the above address.

Thank you.

Sincerely,



Kent Huffman

KH/mac

**ARTICLES OF ORGANIZATION OF
ROSEWATER PUBLISHING, LLC**

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TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a Florida Limited Liability Company under Chapter 608, Florida Statutes, hereby adopts the following ARTICLES OF ORGANIZATION:

ARTICLE I - NAME

The name of the Limited Liability Company is ROSEWATER PUBLISHING, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the Limited Liability Company is: c/o Kent Huffman, Esquire, 515 North Flagler Drive, Suite 801, West Palm Beach, Florida, 33401.

ARTICLE III - DURATION

The term for which the Company shall exist shall be perpetual, and its existence shall begin on the date of the execution of these Articles.

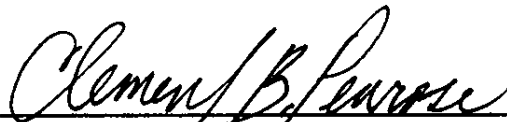
ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by a manager. The name and address of the manager are as follows:

Clement B. Penrose
c/o Kent Huffman, Esquire
515 North Flagler Drive
Suite 801
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned has executed these ARTICLES
OF ORGANIZATION, this 8th day of July, 2008.

MEMBER:


Clement B. Penrose

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


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

Pursuant to the provisions of sections 608.415 or 608.507, Florida Statutes, the undersigned Florida Limited Liability Company submits the following statement designating a registered office/registered agent, in the State of Florida.

1. The name of the Limited Liability Company is ROSEWATER PUBLISHING, LLC.
2. The name and address of the registered agent and office are: Kent Huffman, Esquire, 515 North Flagler Drive, Suite 801, West Palm Beach, Florida, 33401.

Having been named as registered agent and to accept service of process for the above referenced 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 all the provisions of the 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.

REGISTERED AGENT:


Kent Huffman, Esquire
June 21, 2008

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TALLAHASSEE FLORIDA

F-11 000

SCHEDULE OF MEMBERS OF ROSEWATER PUBLISHING, LLC

The members of ROSEWATER PUBLISHING, LLC, and their respective contributions to the company are as follows:

Clement B. Penrose:

\$1,000.00

ROSEWATER PUBLISHING, LLC

by Clement B. Penrose, Manager
Clement B. Penrose, Manager

July 8, 2008