

DEC. 2. 2008 2:47 PM  
Division of Corporations

CAPITAL CONNECTION

NO. 045 1/5

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : YOUR CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
Fax Number : (850) 222-1222

**L. SELLERS**

DEC - 3 2008

**EXAMINER**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**ECLIPSE INVESTMENTS, LLC**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
ECLIPSE INVESTMENTS, LLC**

Each undersigned individual, being either a member or the authorized representative of a member, hereby presents these Articles of Organization to the Department of State of the State of Florida in accordance with Chapter 608, Florida Statutes, for the formation of a limited liability company under the laws of the State of Florida.

**ARTICLE I**

The name of the limited liability company (the "Company") is ECLIPSE INVESTMENTS, LLC.

**ARTICLE II**

Unless and until the Company is dissolved by the unanimous consent of the members or by law, the Company will exist in perpetuity from the date of the filing of these Articles with the Florida Department of State.

**ARTICLE III**

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

c/o Louis Archambault  
One Biscayne Tower, Suite 2400  
2 South Biscayne Boulevard  
Miami, FL 33131

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**ARTICLE IV**

The name of the initial registered agent and the street address of the initial registered office for service of process in the State of Florida are as follows. Attached to these Articles is a written statement from the registered agent as required by Florida Statute § 608.415.

**Registered Agent**

Louis P. Archambault, Esq.

**Address of Registered Office**

One Biscayne Tower, Suite 2400  
2 South Biscayne Boulevard  
Miami, Florida 33131

**ARTICLE V**

The business of the Company shall be managed by one or more managers. The Company shall be a manager-managed Company. The address of each Manager is as follows:

"MGR" = Manager  
"MGRM" = Managing Member

**Title**  
MGR

**Name and Address**  
Louis P. Archambault  
One Biscayne Tower, Suite 2400  
2 South Biscayne Boulevard  
Miami, FL 33131

**ARTICLE VI**

The Company may exercise any powers, without limitation whatsoever, which a limited liability company may legally exercise under the laws of the State of Florida.

**ARTICLE VII**

The Company may indemnify any manager, member, officer, employee or agent of the Company to the fullest extent permitted by Florida law.

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CAPITAL CONNECTION

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IN WITNESS WHEREOF, the undersigned authorized representative of the Company  
has hereunto executed these Articles of Organization this 2<sup>nd</sup> day of December, 2008.

  
\_\_\_\_\_  
Louis P. Archambault, Esq.  
Authorized Representative

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION

NO. 0433 P. 5/5

**ACCEPTANCE OF REGISTERED AGENT**

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.



Louis P. Archambault, Esq.  
Registered Agent