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Account Name : PURCELL, FLANAGAN & HAY, P.A.
Account Number : 071722000522
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

SOLEIL, LLC

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December 2, 2008

PURCELL, FLANAGAN & HAY, P.A.

SUBJECT: SOLEIL, LLC
REF: W08000053698

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF**

~~SOLEIL D, LLC~~
SOLEIL D, LLC

The undersigned, for the purpose of forming a limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

**Article I
Name**

Section 1.1. Name. The name of this limited liability company shall be SOLEIL, D, LLC.

**Article II
Principal Office and Mailing Address**

Section 2.1. Principal Office and Mailing Address. The principal office of this limited liability company shall be 1548 Lancaster Terrace, Jacksonville, Florida 32204 and mailing address of this limited liability company shall be Post Office Box 2962, Ponte Vedra Beach, Florida 32004.

**Article III
Initial Registered Agent and Address**

Section 3.1. Name and Address. The name and street address of the registered agent of this limited liability company are:

Clarence F. Frazier
1548 Lancaster Terrace
Jacksonville, Florida 32204

**Article IV
Effective Date; Duration**

Section 4.1. Effective Date. The existence of this limited liability company shall commence on the date these Articles are filed.

Section 4.2. Duration. This limited liability company shall terminate on the date set forth in its Operating Agreement.

Clarence F. Frazier, Esquire
Purcell, Flanagan & Hay, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204
Telephone: (904)355-0355
Fla. Bar No.: 337889

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Article V
Purposes

Section 5.1. Purposes. This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VI
Admission of Additional Members

Section 6.1. Admission of Additional Members. The members may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

Article VII
Management

Section 7.1. Management. The limited liability company is to be managed by the members in accordance with the Operating Agreement of the limited liability company. The Managing Member shall be Avraham Koren, Post Office Box 2962, Ponte Vedra Beach, Florida 32004.

Article VIII
Merger

Section 8.1. Approval Required for Merger. The approval of the members holding sixty percent (60%) or more of the interests in this limited liability company eligible to vote on any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article IX
Operating Agreement

Section 9.1. Operating Agreement. The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

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Article X
Amendment

Section 10.1. Amendment. The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization; provided, however, that it shall require a vote of members holding sixty percent (60%) or more of the interests in the limited liability company to amend or repeal Article VIII regarding merger.

IN WITNESS WHEREOF, the undersigned Managing Member has executed these Articles of Organization the 28 day of November, 2008.



AVRAHAM KOREN

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: SOLEIL D, LLC.
- 2. The name and the Florida street address of the registered agent are:

Clarence F. Frazier
1548 Lancaster Terrace
Jacksonville, Florida 32204

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, Florida Statutes.



CLARENCE F. FRAZIER