

Division of Corporations

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Florida Department of State
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FLORIDA LIMITED LIABILITY CO.
HAP III, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
HAP III, LLC**

The undersigned authorized agent of the initial Member of the above limited liability company hereby certifies that the Member, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby executes the following Articles to provide for the formation, rights, privileges, and immunities of a limited liability company for profit. The undersigned authorized agent further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be HAP III, LLC (the "Company").

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The street address and mailing address of the principal office of the Company is: c/o Vernon Industrial Park, LLC, 4528 Gloria Avenue, Encino, CA 91436.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Naples-Lawdock, Inc., 1395 Panther Lane, Suite 300, Naples, Florida 34109.

**ARTICLE IV
EFFECTIVE DATE AND DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Agreement.

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ARTICLE V
MANAGER

The Company shall be manager-managed.

The name and address of the initial Manager of the Company is: Vernon Industrial Park, LLC, a California Limited Liability Company, 4528 Gloria Avenue, Encino, CA 91436.

Executed by the undersigned at Naples, Florida on the 16 day of August, 2010.

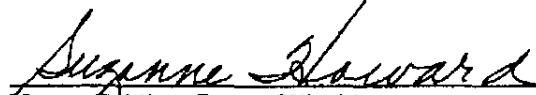

Timothy G. Hains, Esq.
Authorized Representative

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME the undersigned authority, this 16 day of August, 2010, personally appeared Timothy G. Hains, Esq., who is personally known to me.

(SEAL)




Notary Public - State of Florida
Printed Name: Suzanne Howard
My commission expires: 11/06/2011

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REGISTERED AGENT ACCEPTANCE

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, **NAPLES-LAWDOCK, INC., a Florida corporation** hereby accepts the appointment as registered agent and agrees to act in that capacity. **NAPLES-LAWDOCK, INC., a Florida corporation** further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and **NAPLES-LAWDOCK, INC., a Florida corporation** is familiar with and accepts the obligations of its position as registered agent.

By: 
Timothy G. Hains, Its President

Date: August 16, 2010

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