

4990000002887
SUNPHARM CORP.
The Veranda
Suite 301, 814 Highway A1A
Ponte Vedra Beach, FL 32082
Phone (904) 394-2800 • Fax (904) 394-2727

May 13, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-05/17/99--01122--015
*****35.00 *****35.00
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-05/17/99--01122--016
***250.00 ***250.00

Re: The Saratoga Group, LLC

Dear Sir or Madam:

Please find enclosed an original and one copy of Articles of Organization, together with check #2369 in the amount of \$250.00, and Certificate of Designation of Registered Agent/Registered Office, together with check #2370 in the amount of \$35.00, for The Saratoga Group, LLC. Kindly file and return a copy marked filed to the undersigned.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Cecilia Bryant/cmf
Cecilia Bryant, Esq.

CB:cmf
Enclosures

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 17 PM 3:43

**ARTICLES OF ORGANIZATION
OF
THE SARATOGA GROUP, LLC**

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

ARTICLE I:

The name of the Limited Liability Company is The Saratoga Group, LLC.

ARTICLE II:

The mailing address and street address of the principal office of The Saratoga Group, LLC is The Veranda, Suite 301A, 814 Highway A1A, Ponte Vedra Beach, FL 32082.

ARTICLE III:

The period of duration for The Saratoga Group, LLC shall be perpetual.

ARTICLE IV:

The Saratoga Group, LLC is to be managed by the members and the names and addresses of the managing members are:

Randy David Taylor
12412 Macaw Drive
Jacksonville, FL 32223

Lynn Harster
3069 La Reserve
Ponte Vedra, FL 32082

Susannah Borg
220 Pablo Road
Ponte Vedra, FL 32082

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ARTICLE V:

The members shall have the right to admit additional members by written consent of a majority of the members.

ARTICLE VI:

The right, if given, of the remaining members of The Saratoga Group, LLC to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be upon written consent thereto by a majority of the membership.

ARTICLE VII

The undersigned member or authorized representative of a member of The Saratoga Group, LLC certifies:

- 1) the above named The Saratoga Group, LLC has at least one member;
- 2) the total amount of cash contributed by the members is \$1,500.00;
- 3) the total amount of cash and property contributed and anticipated to be contributed by members is \$1,500.00.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 11 day of May, 1999.

The Saratoga Group, LLC

By:  5/11/99
Randy David Taylor
President

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

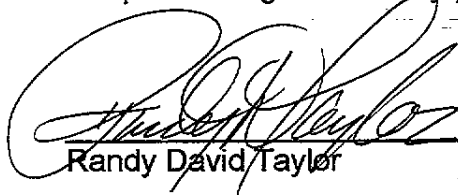
**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

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 The Saratoga Group, LLC.
2. The name and the Florida street address of the registered agent and registered office are:

Randy David Taylor
The Saratoga Group, LLC
The Veranda
Suite 301A
814 Highway A1A
Ponte Vedra Beach, FL 32082

Having been named as registered agent and to accept service of process for The Saratoga Group 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.

 5/11/99

Randy David Taylor