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From: Account Name : GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
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LIMITED LIABILITY COMPANY

Gulfstream Assets, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Gulfstream Assets, L.L.C.

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III - Address:

The mailing address and the street address of the principal office of the Limited Liability Company are:

505 South Flagler Drive
West Palm Beach, Florida 33401

ARTICLE IV - Registered Agent/Address

The name and address of the registered agent are:

Valdes-Fauli Corporate Services, Inc.
777 South Flagler Drive, Suite 500 East
West Palm Beach, Florida 33401

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ARTICLE V - Additional Members

Additional members may be admitted to the Limited Liability Company upon the written consent of the members.

Michael V. Mitrione, Esq. (FL Bar #294551)
Gunster, Yoakley, Valdes-Fauli &
Stewart, P. A.
777 S. Flagler Dr., Suite 500 East
West Palm Beach, Florida 33401
(561) 650-0553

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ARTICLE VI - Continuation of Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the remaining members may, upon written consent of all of the members, elect to continue the business.

ARTICLE VII - Management:

The Limited Liability Company is to be managed by the members and the names and address of the managing members are:

Forrest John Bahl
505 South Flagler Drive
West Palm Beach, Florida 33401

Frank G. Howard
505 South Flagler Drive
West Palm Beach, Florida 33401

Dated: May 21, 1999

Frank G. Howard

Frank G. Howard, Managing Member

Forrest John Bahl

Forrest John Bahl, Managing Member

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Gulfstream Assets, L.L.C. deposes and says:

- 1) The above named Limited Liability Company has two members.
- 2) The total amount of cash contributed by the members is \$500,000.00.
- 3) If any, the agreed value of property other than the cash contributed by the members is \$0.
- 4) The total amount of cash or property anticipated to be contributed by the members is \$500,000.00.

Dated: May 21, 1999

Frank G. Howard

Frank G. Howard, Managing Member
(In accordance with section 605.403(3), Florida
Statutes, the execution of this affidavit constitutes
an affirmation under the penalties of perjury that
facts stated herein are true.)

Forrest John Bahl

Forrest John Bahl, Managing Member
(In accordance with section 605.403(3), Florida
Statutes, the execution of this affidavit constitutes
an affirmation under the penalties of perjury that
facts stated herein are true.)

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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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Gulfstream Assets, L.L.C.
2. The name and address of the registered agent and office are:

Valdes-Fauli Corporate Services, Inc.
(Name)

777 South Flagler Drive, Suite 500 East
(P.O. Box not acceptable)

West Palm Beach, Florida 33401
(City/State/Zip)

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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, Valdes-Fauli Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. Valdes-Fauli Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accepts the obligations of its position as registered agent.

Dated: May 21, 1999

REGISTERED AGENT:

VALDES-FAULI CORPORATE SERVICES, INC.

BY:



Michael V. Mitrione, Vice President