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KENT HUFFMAN  
ATTORNEY AT LAW  
223 SUNSET AVENUE - SUITE 130  
PALM BEACH, FLORIDA 33480

TELEPHONE (561) 833-5833  
TELECOPIER (561) 835-0855

May 26, 1999

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Secretary of State  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

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Re: MAROLAC, L.L.C.  
Our File Number: 5366

Dear Madam or Sir:

Accompanying this letter you will find an original of the ARTICLES OF ORGANIZATION and REGISTERED AGENT DESIGNATION for the above referenced entity, and a check in the amount of \$293.75 to cover your fee for filing the ARTICLES OF ORGANIZATION and REGISTERED AGENT DESIGNATION, and furnishing a Certificate Status.

Kindly direct the return file stamped copies of the documents to the undersigned, at the above address.

Thank you.

Sincerely,

Kent Huffman

KH/mac

L99-3239

Name	OK
Availability	OK
Document	OK
Examiner	OK
Updater	OK
Updater	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

**ARTICLES OF ORGANIZATION OF**  
**MAROLAC, L.L.C.**

The undersigned, for the purpose of forming a Florida Limited Liability Company under Chapter 608, Florida Statutes, hereby adopts the following ARTICLES OF ORGANIZATION:

**ARTICLE I - NAME**

The name of the Limited Liability Company is MAROLAC, L.L.C.

**ARTICLE II - ADDRESS**

The mailing address and street address of the Limited Liability Company is: c/o Kent Huffman, Esquire, 223 Sunset Avenue, Suite 130, Palm Beach, Florida, 33480.

**ARTICLE III - DURATION**

The term for which the Company shall exist shall be perpetual, and its existence shall begin on the date of the execution of these Articles.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by a manager.  
The name and address of the manager is:

Kent Huffman, Esquire  
223 Sunset Avenue  
Suite 130  
Palm Beach, FL 33480

FILED  
99 JUN -1 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member or authorized representative of a member of MAROLAC, L.L.C., certifies:

- 1) The above named limited liability company has at least one member;
- 2) The total of cash contributed by the members is \$156,500.00;
- 3) If any, the agreed value of property other than cash contributed by the members is \$-0-; and
- 4) The total amount of cash and property contributed and anticipated to be contributed by members is \$156,500.00.

IN WITNESS WHEREOF, the undersigned has executed these ARTICLES OF ORGANIZATION, this 28 day of May, 1999.

MEMBER:

Palm Beach Tamarin, Inc. a Florida corporation,

by

  
Michael Steinhilber, President

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

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99 JUN -1 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

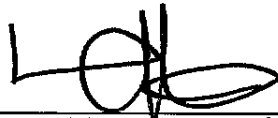
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 608.415 or 608.507, Florida Statutes, the undersigned Florida Limited Liability Company submits the following statement designating a registered office/registered agent, in the State of Florida.

1. The name of the Limited Liability Company is MAROLAC, L.L.C.
  
2. The name and address of the registered agent and office is: Kent Huffman, Esquire, 223 Sunset Avenue, Suite 130, Palm Beach, Florida, 33480.

Having been named as registered agent and to accept service of process for the above referenced 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 all the provisions of the 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.

REGISTERED AGENT:

  
\_\_\_\_\_  
Kent Huffman, Esquire  
May 28, 1999

FILED  
09 JUN - 1 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA