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Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

SUNSTART ALLIANCE INVESTMENTS, L.C.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 22, 1999

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SUNSTART ALLIANCE INVESTMENTS, L.C.
REF: W99000014533

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

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

Section 608.407(1)(f), Florida Statutes, requires the articles of organization to set forth the right, if given, of the remaining members of the limited liability company 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. Reference to the operating agreement/regulations is not sufficient.

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Michelle Hodges
Document Specialist

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ARTICLES OF ORGANIZATION FOR
SUNSTART ALLIANCE INVESTMENTS, L.C.

ARTICLE I

The name of the Limited Liability Company is SUNSTART ALLIANCE INVESTMENTS, L.C.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is: 3328 N.E. 169th Street, Eastern Shores, Florida, 33160.

ARTICLE III

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

ARTICLE IV

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the members are:

Schigiel Enterprises Ltd.
3328 N.E. 169th Street
Eastern Shores, Florida

ARTICLE V

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: The majority of the members, majority based on the financial interest of each member, shall consent in writing to the admission of additional members.

THIS DOCUMENT PREPARED BY

CRISTINA DE OLIVEIRA, ESQ.
DE OLIVEIRA & ASSOCIATES, P.A.
2701 Le Jeune Road Suite 345
Coral Gables, Fl. 33134
(305) 444-9012
Florida Bar #307157

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ARTICLE VI

The right, if given, of the remaining members of the limited liability company 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:

The remaining members shall have the right to continue the business of the Company by purchasing the interest of the dissociated member's distributional interest. The members with majority of financial interest shall have priority in purchasing the interest of the dissociated member.

ARTICLE VII

The undersigned member or authorized representative of a member of SUNSTART ALLIANCE INVESTMENTS asserts:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is: \$800,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is: N/A
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$800,000.00

SCHIGIEL ENTERPRISES, LTD
A Florida Limited Partnership

LEON SCHIGIEL, President of
SCHIGIEL CONSULTANTS, INC.
a Florida corporation
General Partner

Signature of a member or an authorized
representative of a member

In accordance with section 608.408(3), Florida Statutes, the execution of this

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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: SUNSTART ALLIANCE INVESTMENTS, L.C.
2. The name and the Florida street address of the registered agent are:

Leon Schigiel
3328 N.E. 169th Street
Eastern Shores, Florida

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.


LEON SCHIGIEL

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