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No. 0008 1001

Florida Department of State
Division of Corporations
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RECEIVED

99 OCT 25 PM 12:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

NOBILIS, LLC

99 OCT 25 PM 12:00

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FAX AUDIT # H99000026876

**ARTICLES OF ORGANIZATION OF
NOBILIS, LLC**

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

ARTICLE I - NAME

The name of the Limited Liability Company is Nobilis, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 1101 Northeast 1st Street, Fort Lauderdale, Florida 33301-1601.

ARTICLE III - DURATION

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

ARTICLE IV - MANAGEMENT

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

Stuart J.A. Pocock
1101 Northeast 1st Street
Fort Lauderdale, Florida 33301-1601

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admission shall be by unanimous consent of the existing members.

ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the business of the limited liability company 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.

Todd W. Kliston, Esq.
8211 W. Broward Blvd., Suite 375
Plantation, Florida 33324
Florida Bar # 163001
(954) 473-4900
Fax (954) 473-4907

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ARTICLE VII - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The authorized representative of a member of Nobilis, LLC certifies:

1. the above named limited liability company has at least one member
2. amount of cash contributions
3. value of non-cash property contributed
4. amount of any anticipated future contributions
5. Total

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 25 day of October, 1999. 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.



Todd W. Kliston

Authorized representative of a member executing the Article of Organization.

03 OCT 2000 12:00

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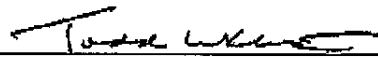
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 and 608.407, 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 Nobilis, LLC.
2. The name and the Florida street address registered agent and registered office are:

Todd W. Kliston
8211 West Broward Boulevard
Suite 375
Plantation, FL 33324

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.



Todd W. Kliston

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