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NOVEMBER 1, 2000

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

00 NOV -6 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Re: ULTIMATE COMPOSITES, LLC

700003454217-8
-11/07/00-01003-003
****125.00 ****125.00

Dear Sir or Madam:

Enclosed please find proposed Articles of Organization of the above entitled LLC. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$125.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

Lawrence A. Kirsch

Katherine E. Mitchell
Paralegal

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TO KNOWLEDGE
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DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

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ARTICLES OF ORGANIZATION

ULTIMATE COMPOSITES, LLC

ARTICLE I NAME

The name of the Limited Liability Company is ULTIMATE COMPOSITES, LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 9 Selina Court, Glen Cove, New York.

ARTICLE III REGISTERED AGENT

The name and Florida street address of the registered agent are:

NationsCorp Registered Agents, Inc.
526 E. Park Avenue
Tallahassee, Florida 32301

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 as provided for in Chapter 608, F.S.

Ed Hand President
Registered Agent's Signature

ARTICLE IV MANAGEMENT (Check box if applicable)

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

In accordance with section 608.408(3), Florida Statutes,, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true this 1st day of November, 2000.

Lawrence A. Kirsch
Lawrence A. Kirsch,
Authorized Representative

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AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA