

Law Offices

J. STEPHEN CRAWFORD, CHARTERED

L 00000015906

2000 SPANISH WELLS BOULEVARD
BONITA SPRINGS, FLORIDA 34135

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December 11, 2000

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

400003506574--3
-12/20/00--01014--001
****125.00 ****125.00

Re: Projostar, LLC

Gentlemen:

Enclosed please find the Articles of Organization for the above referenced limited liability company, the Acceptance of Registered Agent and a check in the amount of \$125.00.

If there are any questions regarding this filing please call the undersigned. We have enclosed a stamped, self-addressed envelope to expedite the return.

FILED
DEC 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Paula S. Ward for
J. Stephen Crawford

L00-15906
QR

Enclosures as noted.

FILED
09 DEC 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
PROJOSTAR, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company shall be *Projostar, LLC* ("Company").

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Company shall be 27725 Old 41 Road, Suite 203, Bonita Springs, Florida 34135.

**ARTICLE III
DURATION**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Company in the State of Florida are Euro-American Financial Services, Inc., a Florida corporation, 28000 Spanish Wells Boulevard, Bonita Springs, Florida 34135.

**ARTICLE V
ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and

conditions as shall be determined by all the members. A member may transfer such member's interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of such member's interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VI
TERMINATION OF EXISTENCE**

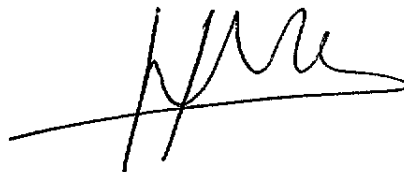
The Company shall not be dissolved on the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company but shall continue in existence, unless the business of the Company is terminated by the consent of all the remaining member or members.

**ARTICLE VII
MANAGEMENT**

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and address of the managing member of the Company is:

Name	Address
Laurent Helfrich	27725 Old 41 Road, Suite 203 Bonita Springs, Florida 34135

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Bonita Springs, Florida, on December
7th, 2000.

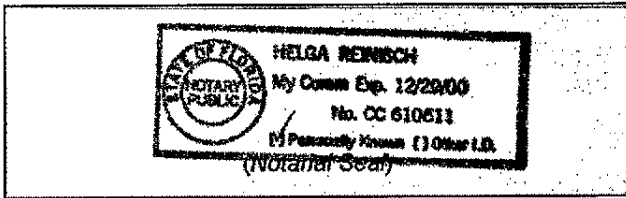


Laurent Helfrich

FILED
09 DEC 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida
County of Lee

SUBSCRIBED AND SWORN TO before me on December 7th, 2000,
by Laurent Helfrich, who is personally known to me.



A handwritten signature in black ink, appearing to be "HR", written over a horizontal line.

Notary Public, State of Florida
Name: Helga Reimsch
Commission No.: CC610611
Expiration Date: 12-29-00

FILED
09 DEC 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT/REGISTERED OFFICE

PROJOSTAR, LLC

Pursuant to §48.091 and §607.0501, Florida Statutes, the following is submitted:

Projostar, LLC, a limited liability company, desiring to organize under the laws of the State of Florida, submits the following statement in designation of its Registered Office and its Registered Agent within the State of Florida.

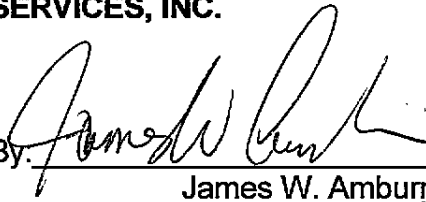
1. The name of the limited liability company is *Projostar, LLC*
2. The name and address of the registered agent and office are:

**Euro-American Financial Services, Inc.,
a Florida corporation**

28000 Spanish Wells Boulevard, Bonita Springs, Florida 34135

The undersigned, being the entity named in the Articles of Organization of *Projostar, LLC*, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of the position of registered agent.

**EURO-AMERICAN FINANCIAL
SERVICES, INC.**

By: 
James W. Amburn, President

FILED
20 DEC 19 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA