

Ed Tribble
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City/State/Zip

Phone #

(904) 878-0188

LD1000017468

Office Use

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. OVERSEAS PROPERTIES LLC
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

OTHER FILINGS

- Annual Report
- Fictitious Name

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Examiner's Initials **LD**

10-11-01

**ARTICLES OF ORGANIZATION
OF
OVERSEAS PROPERTIES LLC**

ARTICLE I

Name

The name of this limited liability company is OVERSEAS PROPERTIES LLC (hereinafter "the Company").

ARTICLE II

Address

The principal street and mailing address of the Company is 2665 S. Bayshore Drive, Ste. 703, Miami, FL 33133.

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc.
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

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ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Organizer

The name and street and mailing address of the person signing these Articles as Organizer is:

Albert J. Lazo, Esq.
Richards & Polansky, P.A.
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

ARTICLE VII


Management

The Company will be managed by at least one (1) manager and is, therefore, a manager-managed company. The initial managers shall be:

Reinhard Poellath
2665 S. Bayshore Drive, Ste. 703
Miami, FL 33133

Stefan Seuss
2665 S. Bayshore Drive, Ste. 703
Miami, FL 33133

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.

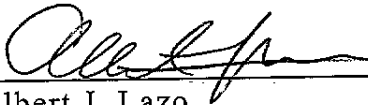


Albert J. Lazo
Authorized Representative

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SECURITY
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DATE 01 OCT 11 BY 12345

ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 10 day of October 2001.

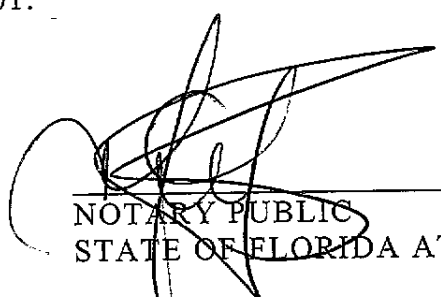


Albert J. Lazo

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Albert J. Lazo, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 10 day of October 2001.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE



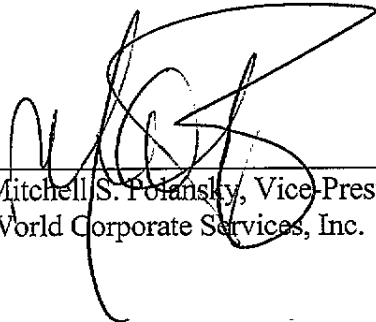
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My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I **HEREBY ACCEPT** this appointment of, and designation as registered agent for service of process within the State of Florida of OVERSEAS PROPERTIES LLC named in the Articles of Organization herein above set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 10 day of October 2001.



Mitchell S. Polansky, Vice-President
World Corporate Services, Inc.

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