

LO2000009078

Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

102-10687

LIMITED LIABILITY COMPANY

l.i.c. capital llc

APPROVED AND FILED
02 APR 16 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Page Count	04
Estimated Charge	\$155.00

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 16, 2002

EMPIRE

SUBJECT: L.I.C. CAPITAL LLC
REF: W02000010687

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, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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(u)

L.I.C CAPITAL LLC
ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is L.I.C CAPITAL LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

1000 Brickell Avenue, Suite 1000
Miami, Florida 33131

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be until April 30, 2050.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing member is:

Federico Sanchez
1000 Brickell Avenue, Suite 1000
Miami, Florida 33131

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall by unanimous consent of the members.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

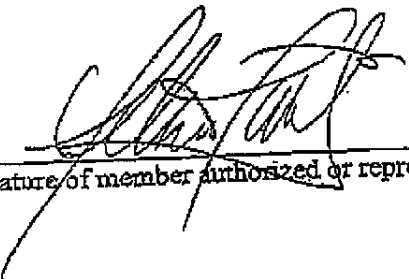
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall by unanimous consent of all the members.

Prepared by:
Harleston R Wood, Esq.
1000 Brickell Avenue, Suite 300
Miami, Florida 33131

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~~Signature of member authorized or representative of a member.~~

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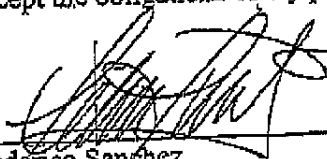
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is L.I.C. CAPITAL LLC.
- 2. The name and address of the registered agent and office is:

Federico Sanchez
1000 Brickell Avenue, Suite 1000
Miami, Florida 33131

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 in 608, F.S..



Federico Sanchez

4/15/02
Date

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