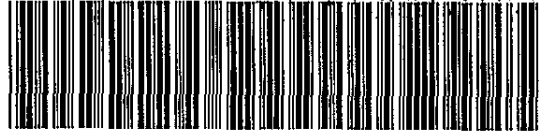


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SECRETARY OF STATE



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LAW OFFICES  
**GELB & SPATZ**

3400 SOUTHWEST THIRD AVENUE  
MIAMI, FLORIDA 33145

**FILED**

MONROE GELB (RETIRED, 2003)  
CARL A SPATZ

MIAMI (305) 856-0233  
BROWARD 1 (888) 698-8483  
FAX NO. (305) 856-9116  
E-MAIL: spatzo@bellsouth.net

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
April 21, 2004

Secretary of State  
Division of LLC's and Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: SHRED ALL SERVICES, LLC

In reference to filing of the captioned LLC, please find enclosed herewith the original and a copy of the Articles of Organization for the captioned LLC, together with a statement designating the Registered Agent. I also enclose our check in the sum of \$155.00 for the following:

Filing Fee	\$100.00
Certified copy of Articles of Organization	30.00
Registered Agent Designation	<u>25.00</u>
TOTAL	\$155.00

Thank you.

Very truly yours,

GELB & SPATZ

BY: Carl A. Spatz  
Carl A. Spatz

CAS/bd  
Encl.

Business/lc/forms/sosltr

ARTICLES OF ORGANIZATION  
OF  
SHRED ALL SERVICES, LLC

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The undersigned certifies that he is executing and filing these Articles for the purpose of forming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of Limited Liability Companies for profit. He further declares that the following Articles shall serve as the Charter and authority for the conduct of the business of the Limited Liability Company.

ARTICLE I  
NAME AND PRINCIPAL OFFICE

The name of the Limited Liability Company shall be SHRED ALL SERVICES, LLC, and its principal office shall be located at 7317 N.E. 1<sup>ST</sup> Place, Miami, Florida 33138 which shall comprise its street and mailing address, but the Company shall have the power and authority to establish branch or other offices at any other place or places as the members may designate.

ARTICLE II  
DURATION

The company shall have perpetual duration beginning on the date these Articles of Organization are filed in the office of the Secretary of State of Florida.

ARTICLE III  
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for Limited Liability Companies, the general nature of the business or businesses to be transacted, and which the Limited Liability Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

ARTICLE IV  
EXERCISE OF POWERS

All limited liability company powers which shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time by the Limited Liability Company by a majority vote of the members of the Limited Liability Company.

ARTICLE V  
MANAGEMENT

FILED

The Company is to be a manager-managed company and will be managed by one or more members.

2004 APR 26 P 12: 56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI  
MEMBERSHIP RESTRICTIONS

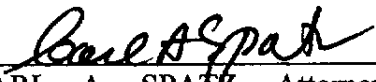
1. No person may be admitted as a member unless all the members consent in writing to the admission of the additional member.
2. A member's interest in the limited liability company may not be sold or otherwise transferred except with written consent of a majority in interest of members.
3. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminate the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business upon the consent of a majority in interest of the remaining members.

ARTICLE VII  
INITIAL REGISTERED AGENT

The initial Registered Agent of the Company shall be Cary Stuart and the street address of the Registered Agent is 3400 S.W. Third Avenue, Miami, Florida, 33145.

The undersigned being an authorized agent of a member has executed the foregoing Articles of Organization.

Executed by the undersigned at this 21 day of April, 2004

  
\_\_\_\_\_  
CARL A. SPATZ, Attorney for and  
Authorized Representative of a Member

STATEMENT DESIGNATING REGISTERED AGENT  
OF  
SHRED ALL SERVICES, LLC

**FILED**

2004 APR 26 P 12: 56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of Florida )ss  
County of Miami-Dade )

Pursuant to the provisions of Sections 608.415 and 608-407(1) (c) of the Florida Limited Liability Company Act, the Limited Liability Company identified below submits the following statement designating its registered office and registered agent in the State of Florida:

1. The name of the limited liability company is SHRED ALL SERVICES, LLC.

2. The name of the registered agent of SHRED ALL SERVICES, LLC is Cary Stuart. The street address of the company's registered office where the agent is located is 3400 S.W. Third Avenue, Miami, Florida 33145.

3. This statement is to acknowledge that, as indicated above, SHRED ALL SERVICES, LLC appointed me, Cary Stuart as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: April 21, 2004

  
CARY STUART  
REGISTERED AGENT

The foregoing instrument was acknowledged before me this 21 day of April, 2004 by CARY STUART, as registered agent on behalf of SHRED ALL SERVICES, LLC, a limited liability company.

Personally known  
 Produced

  
NOTARY PUBLIC, STATE OF FLORIDA

**CARL A. SPATZ**

Printed Name of Notary

My Commission Expires:

