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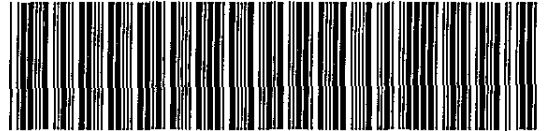
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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** LANGSTADT PAULY CHARTERED  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Oliver J. Langstadt, Esq.  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

815 Ponce de Leon Blvd., Suite P-201  
(Address)

Coral Gables, FL 33134  
(City/State and Zip Code)

For further information concerning this matter, please call:

Oliver J. Langstadt at ( 305 ) 461-5667  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION  
OF  
LANGSTADT PAULY CHARTERED

ARTICLE I

**Name**

The name of this professional limited liability company is LANGSTADT PAULY CHARTERED (hereinafter "the Company").

ARTICLE II

**Address**

The initial mailing address and principal office of the company is

815 Ponce de Leon Blvd.  
Suite P-201  
Coral Gables, FL 33134

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:

Oliver J. Langstadt  
815 Ponce de Leon Blvd.  
Suite P-201  
Coral Gables, FL 33134

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ARTICLES V

**Purpose**

The specific purpose for which this Company is organized is to render professional services as a law firm through its members, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within this state. Furthermore, this Company shall be authorized to engage in and transact any and all other lawful business within and without the State of Florida or United States for which Professional Limited Liability Companies may be created under § 621.051 Florida Statutes, as amended and supplemented.

ARTICLE VI

**Management/Members**

The Company is to be managed by its members. The name and address of the members and managers are:

Oliver J. Langstadt  
815 Ponce de Leon Blvd.  
Coral Gables, FL 33134

Clemens W. Pauly  
815 Ponce de Leon Blvd.  
Coral Gables, FL 33134

ARTICLE VII

**Additional Members**

The members shall have the right to admit additional members upon the unanimous consent of all members to the admission of the additional members and to the terms of admission.

ARTICLE VIII

**Termination of Membership**

If a member of the Company dies, retires, resigns, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

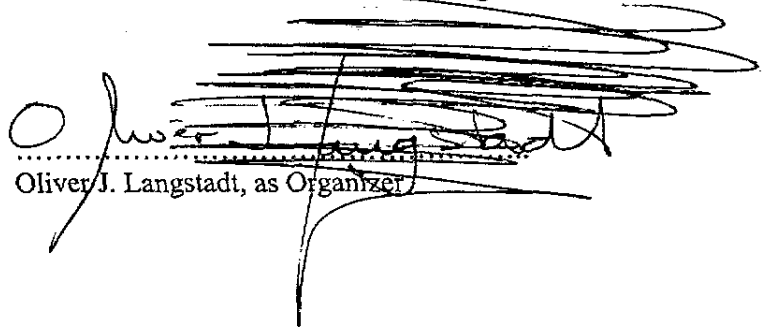
ARTICLE IX

**Regulations**

The Members shall have the power to adopt, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company (the "Operating Agreement").

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

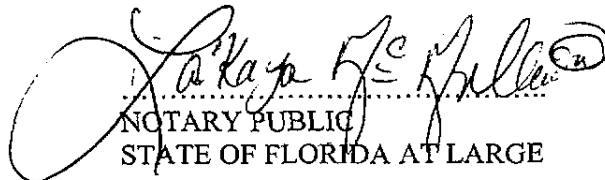
IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 18 day of May, 2005.

  
Oliver J. Langstadt, as Organizer

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

**I HEREBY CERTIFY** that on this day, before me, personally appeared Oliver J. Langstadt, who is 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 aforementioned this 18 day of May, 2005.

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of Florida Statutes § 608.415, the undersigned submits the following statements in designating the registered office/registered agent for LANGSTADT PAULY CHARTERED, in the State of Florida

1. The name and address of the professional limited liability company is:

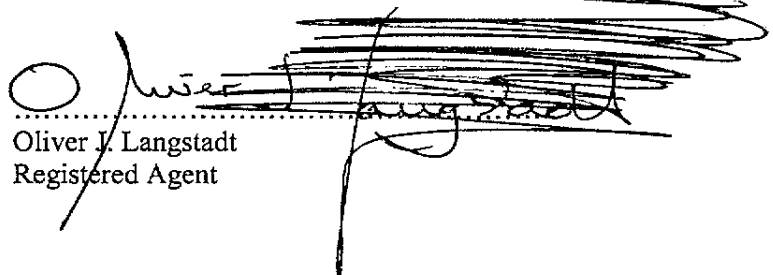
LANGSTADT PAULY CHARTERED  
815 Ponce de Leon Blvd.  
Suite P-201  
Coral Gables, FL 33134

2. The name and address of the registered agent and office is:

Oliver J. Langstadt  
815 Ponce de Leon Blvd.  
Coral Gables, FL 33134

Having been named as registered agent and to accept service of process for the above stated professional 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.

DATED: 18 MAY 2005

  
Oliver J. Langstadt  
Registered Agent