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ANDREW E. FARBER, P.A.

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ANDREW E. FARBER

OF COUNSEL
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October 8, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

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****285.00 ****285.00

Re: Market Trading Co., L.C.

Gentlemen:

Enclosed please find an original of Articles of Organization for the above referenced limited liability company, a copy thereof and a check for \$285.00, representing the filing fee and fee for issuance of a certificate of organization.

Please file the enclosed Articles of Organization and return the stamped copy and certificate of organization to the undersigned at the address at the top of this letter. Thank you for your assistance.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Andrew E. Farber
For the Firm

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
MARKET TRADING CO., L.C.

Article I - Name

The name of this limited liability company is Market Trading Co., L.C.

Article II - Commencement and Period of Duration

The existence of this limited liability company shall commence with the filing of these Articles of Organization and its period of duration shall be thirty (30) years from the date of filing of these Articles of Organization.

Article III - Purpose

This Limited Liability Company is organized for the purpose of transacting any or all lawful business, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

Article IV - Initial Contributed Cash

This Limited Liability Company shall be funded with \$10,000.00. Said initial funding shall be deemed to be capital of

this Limited Liability Company. The following individuals or entities have made the capital contribution to this Limited Liability Company as set forth opposite their names:

Edna Goodwin	\$ 5,000.00
EdSam Company	\$ 5,000.00

The initial members are not required to make additional contributions to this Limited Liability Company.

The interest in this Limited Liability Company of Edna Goodwin shall be deemed to be a Class A interest and the interest in this Limited Liability Company of EdSam Company shall be deemed to be a Class B interest. The rights of said Class A and Class B interests shall be set forth in Article V, below.

Article V - Classes of Membership Interest

Class A interests in this Limited Liability Company shall have a liquidation preference over all other classes of membership interest and shall be entitled to receive the net assets of the Limited Liability Company upon dissolution, subject to the claims of the creditors of this Limited liability Company. Class A interests and Class B interests in this Limited Liability Company shall have equal voting rights. Neither Class A interests nor Class B interests shall have a preference over the other class regarding the distribution of profits or other property to members of this Limited Liability Company. However, said distribution of profits or property shall be made in proportion to the capital contribution of each member, regardless of his, her or its class of

ownership interest. Allocation of losses, if any, shall be made as set forth in the Regulations for this Limited Liability Company, as established by its members.

Article VI - Admission of Additional Members

The members of this limited liability company may admit additional members at terms and conditions as set forth by the Regulations of this limited liability company.

Article VII - Continuation of Business

The remaining members of this limited liability company may continue the business of this limited liability company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member in this limited liability company, as set forth in the Regulations of this limited liability company.

Article VIII - Initial Registered Office and Agent

The street address of the initial registered office of this limited liability company is 23123 State Road 7, Suite 350B, Boca Raton, Florida 33428 and the name and address of the initial registered agent is Andrew E. Farber, 23123 State Road 7, Suite 350B, Boca Raton, Florida 33428.

Article IX - Principal Office

The initial place of business and mailing address of this limited liability company shall be 2211 NE 45th Street, Lighthouse Point, Florida 33064.

Article X - Management

Management of this limited liability company is reserved to its members. Management of this limited liability company shall be vested in its members in proportion to the their capital contribution to the capital of this limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members. The names and addresses of the members are:

Edna Goodwin	2211 NE 45th Street Lighthouse Point, FL 33064
EdSam Company	2211 NE 45th Street Lighthouse Point, FL 33064

Nothing contained herein shall preclude the members of this limited liability company from engaging one or more managers on a contractual basis.

Article XI - Regulations

The power to adopt, alter, amend or repeal the Regulations of this limited liability company shall be vested in the members of this limited liability company.

Article XII - Amendment

The members reserve the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto.

Article XIII - Arbitration

Any controversy or claim arising out of or relating to these Articles, or the breach thereof, shall be settled by arbitration in accordance with the Commercial Arbitration Rules of the American Arbitration Association, and judgment upon the award rendered by the arbitrator(s) may be entered in any court having jurisdiction thereof.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization this 7th day of October, 1996.

Edna Goodwin
Edna Goodwin

EdSam Company

By: Edna Goodwin
Edna Goodwin, President

State of Florida)
) ss.:
County of Palm Beach)

Subscribed to before me this 7th day of October, 1996 by Edna Goodwin, and Edna Goodwin as president of EdSam Company.

Andrew E. Farber
Notary Public State of Florida
Name: Andrew E. Farber
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 608.415, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

**FIRST -- THAT MARKET TRADING CO., L.C., DESIRING TO
ORGANIZE OR QUALIFY AS A LIMITED LIABILITY COMPANY UNDER THE LAWS
OF THE STATE OF FLORIDA, WITH ITS INITIAL PRINCIPAL PLACE OF
BUSINESS LOCATED AT 2211 NE 45TH STREET, IN THE CITY OF LIGHTHOUSE
POINT, STATE OF FLORIDA, HAS NAMED ANDREW E. FARBER, LOCATED AT
23123 STATE ROAD 7, SUITE 350B, CITY OF BOCA RATON, STATE OF
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**

**SECOND -- HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.**

SIGNATURE



**Andrew E. Farber, Registered
Agent**

DATE: October 7, 1996

**FILED
96 OCT 21 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**