

L98000002565

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 NOV -5 AM 8:14

RECEIVED

Florida Department of State
Division of Corporations
Public Access System
Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H98000020567 7))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

98 NOV -5 AM 9:14

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

To: Division of Corporations
Fax Number : (850)410-1015

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

LIMITED LIABILITY COMPANY

Rowell Trade & Commerce LC

*Note:
effective date is 11/4/98
Thanks,
Jennifer

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$285.00

L98-2565

Name Availability	ORIS
Document Examiner	OR
Updater	OR
Updater Verifier	OR
Acknowledgment	OR
W. P. Verifier	OR

Electronic Filing Menu

Corporate Filing

Public Access Help

H98000020567

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Rowell Trade & Commerce LC

Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

Article III. Address

The mailing address and the street address of the principal office of the Company is:
Rowell Trade & Commerce LC
1220 North Market Street, Suite 606
Wilmington DE 19801

Article IV. Registered Agent

The name and address of the registered agent of the Company is:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article V. Percentage Interest: Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

H98000020567

Copyright © 1993-1998 CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -5 AM 9:14

H98000020567

Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII. Management

The management of the Company is reserved to the managers. The name and address of each manager is:

DEBRA GRACE AKATSA
English River Victoria Mahe Seychelles
NATALIE RATH
Anse Boileau Mahe Seychelles

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 15 AM 9 14

Article IX. Purpose of the Company

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

H98000020567

Copyright © 1993-1998 CC

NOV-04-98 WED 04:39 PM

FAX NO.

P. 08/07

H98000020567

Article X. Company Existence

The Company's existence shall begin effective as of November 4, 1998.



AUTHORIZED REPRESENTATIVE OF A MEMBER:
Janet M. Caruccio

Date: November 4, 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -5 AM 9:14

Registered Agents Ltd.
1220 North Market Street, Suite 806
Wilmington DE 19801
302-421-5752

H98000020567

Copyright © 1995-1998 CO

P. 08

305 6729110

NOV-05-98 04:34 AM MIAMI OFFICE

P. 04

305 6729110

NOV-05-98 04:34 AM MIAMI OFFICE

H98000020567

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

**LIMITED LIABILITY COMPANY:
Rowell Trade & Commerce LC**

The undersigned deposes and says:

1. The above named Company has at least one member.
2. The total amount of initial cash contributed by the members is \$10.00.
3. The agreed value of property other than cash contributed by the members is zero.
(If the members contributed property other than cash, a description of the property is attached.)
4. The total amount of cash or property anticipated to be contributed by the members is \$900,000,000 or less.


 AUTHORIZED REPRESENTATIVE OF A MEMBER:
 Janet M. Caruccio

Date: November 4, 1998.

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 NOV -5 AM 9: 14

Registered Agents Ltd.
 1220 North Market Street, Suite 606
 Wilmington DE 19801
 302-421-5752

H98000020567

Copyright © 1989-1998 CO

P. 07

302 6729110

MIAMI OFFICE

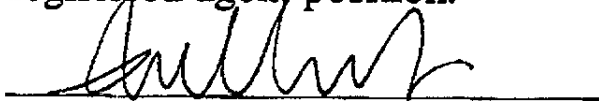
H98000020567

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:
Rowell Trade & Commerce LC

REGISTERED AGENT/OFFICE:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Corporate Creations Enterprises Inc.
Luis A. Uriarte, Vice President

Date: November 4, 1998.

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

H98000020567

Copyright © 1993-1998 CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 NOV -5 AM 9:14