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****346.25 ****346.25

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Acorr Investments LLC

- Walk In
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Pick Up Time

- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTER DOCS

RUSH

(Handwritten mark)

(Handwritten note: RA acceptance)

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DIVISION OF CORPORATIONS
99 JUN -8 AM 8:02

NEW FILINGS	
Name	Profit
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Document	Limited Liability
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Updater	ncc
Updater	
Verifier	
OTHER FILINGS	
Acknowledgment	Fictitious Name DCC
	Name Reservation
W. P. Verifier	DCC

AMENDMENTS	
	Amendment
	Resignation of R.A. Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger
REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
<input checked="" type="checkbox"/>	Other LLC

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

RECEIVED
99 JUN -8 AM 11:56

Ordered By: W99000013321

(Handwritten initials and date: MK 6/8/99)



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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June 8, 1999

UCC FILING & SEARCH SERVICES, INC.
526 EAST PARK AVENUE
TALLAHASSEE, FL 32301

SUBJECT: ACORR INVESTMENTS, L.L.C.
Ref. Number: W99000013321

RUSH

We have received your document for ACORR INVESTMENTS, L.L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 699A00030974

Resubmitted.

Please backdate original date submission

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA 32301

JUN 10 AM 8:34

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ARTICLES OF ORGANIZATION OF
ACORR INVESTMENTS, L.L.C

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DIVISION OF CORPORATIONS
99 JUN -8 AM 8:03

ARTICLE I
NAME

The name of this Limited Liability Company shall be Acorr Investments, L.L.C. (the "Company").

ARTICLE II
DURATION

The Company shall exist for a period of Thirty (30) years, unless sooner dissolved or extended further in a manner provided by law, or as provided in the regulations adopted by the members (the "Regulations").

ARTICLE III
PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 2573 Mayfair Lane, Weston, FL 33327, and such other place or places as the member from time to time may determine. The mailing address of the Company is the same.

ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Ste. 125, Coral Gables, FL 33146.

ARTICLE VI
MEMBER

The Company shall have one (1) member at the time of formation. The name and address of the member is:

Alvaro R. Correa
2573 Mayfair Lane
Weston, FL 33327

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ARTICLE VII
MANAGEMENT

All business of the Company will be conducted under the exclusive management of its members who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters.

ARTICLE VII
NEW MEMBERS

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

ARTICLE VIII
DISSOLUTION AND MEMBERS RIGHTS
TO CONTINUE BUSINESS

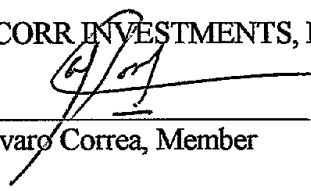
The Company shall be terminated and dissolved upon :

- (A) the vote of all members holding an interest in the Company;
- (B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the 26 day of May, 1999, effective upon filing same with the Florida Department of State.

ACORR INVESTMENTS, L.L.C.

BY:



Alvaro Correa, Member

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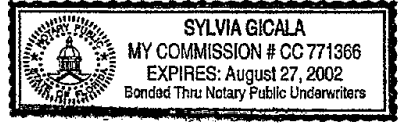
STATE OF FLORIDA)
) SS:
COUNTY OF Broward)

The foregoing instrument was acknowledged before me this 26 day of May, 1999, by Alvaro E. Correa, who did execute the foregoing Articles of Organization as member, who is personally known to me, or who has produced _____ as identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Sylvia Gicala
Signature - NOTARY PUBLIC

SYLVIA GICALA
Printed Name of NOTARY PUBLIC

Commission Number



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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **Acorr Investments, L.L.C.**, after being duly sworn, deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the member is Seventy Thousand Dollars (\$70,000.00).
3. The agreed value of property, if any, other than cash contributed by the initial member is N/A. A description of the property (if any) is attached and made a part hereof.
4. The total amount of cash or property anticipated to be contributed by the members is Three Hundred and Seventy Thousand Dollars (\$370,000.00). This includes amounts from 2 and 3 above.

ACORR INVESTMENTS, L.L.C.

By: [Signature]
ALVARO CORREA, Member

STATE OF FLORIDA)
COUNTY OF Broward) SS

The foregoing instrument was acknowledged before me this 26 day of April, 1999, by ALVARO CORREA, who is personally known to me or who has produced _____ as identification.

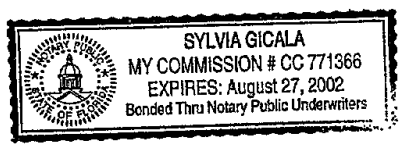
(SEAL)

[Signature]
Signature of Notary Public

SYLVIA GICALA
Printed Name of Notary Public

NOTARY PUBLIC
Title

My Commission Expires:



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: _____

Acorr Investments, L.L.C.

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

**ATRIUM REGISTERED AGENTS, INC.
1500 SAN REMO AVENUE
SUITE 125
CORAL GABLES, FL 33146**

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



MALCOLM H. NEUWAHL, Director
and President

Date: June 7, 1999