

L96000000858



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

July 22, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200001922382
-08/14/96--01100--004
****285.00 ****285.00

RE: Cesium L.C.
P33133GOCEMAR

Dear Sir or Madam:

Enclosed please find Certificate of Formation (and related documents, if appropriate) and our check in the amount of \$250.00 for Cesium L.C.

JAS
Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Kimberly Andras
Corporate Service Representative

enc.

FILED
96 AUG 13 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER AUG 13 1996

ARTICLES OF ORGANIZATION
OF
Cesium L.C.

FILED
96 AUG 13 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 608.40 Florida Statutes:

1. The name of the Limited Liability Company is Cesium L.C.
2. The mailing address and street address of the principal office of the Limited Liability Company is 2937 S.W. 27th Ave., Suite 100B; Miami FL 33133.
3. The period of duration for the limited liability company shall be 25 YEARS.
4. The Limited Liability Company is to be managed by the managers and the names and addresses of the managers are:

Santiago Romero and Jimmy H. Maruri, both of
2937 S.W. 27th Ave., Suite 100B; Miami FL 33133

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members or authorized representative of a member of Cesium L.C. deposes and says:

The above named limited liability company has at least two members.

The total amount of cash contributed by the members is \$ 100,000.00

If any, the agreed value of property other than cash contribution by Member(s) is \$. A description of the property is attached and made a part hereto.

The total amount of cash or property anticipated to be contributed by member(s) is \$. This total amount includes amounts from 2 and 3 above.
\$100,000 -

Dated: JULY 30th, 1996

Signature of Member

Jimmy H. Maruri


SANTIAGO ROMERO

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

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Cesium L.C. desiring to
organize under the laws of the state of Florida with its principal place of business located in the
city of Miami, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, 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.



Larry Wolfe

7/3/96

Date

FILED
96 AUG 13 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L96000000858

July 18, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Change of Registered Agent
CESIUM LC

Enclosed please find a Change of Registered Agent Statement
together with a check in the amount of \$35.00 to cover the cost of
this change.

Very truly yours,

CESIUM LC

By:

Santiago Romero, Managing Director

000002244230--S
-07/22/97--01112--010
*****35.00 *****35.00

DOBER INVESTMENTS, INC.
12000 Biscayne Blvd.
Suite #104
Miami, Fla. 33181

Mr. Carver GAVE
AUTHORIZATION BY PHONE
CORRECT old agent to Larry Carver
DATE 8-4
SEC. FILE

FILED
97 AUG -1 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
7/25



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 25, 1997

SANTIAGO ROMERO
DOBER INVESTMENTS, INC.
12000 BISCAYNE BLVD., SUITE 104
MIAMI, FL 33181

SUBJECT: CESIUM L.C.
Ref. Number: L96000000858

We have received your document for CESIUM L.C. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A STATEMENT OF CHANGE OF REGISTERED AGENT FOR A LIMITED LIABILITY COMPANY IS DONE PURSUANT TO 608.416 OR 608.508 FLORIDA STATUTES. PLEASE USE THE ENCLOSED FORM.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 797A00037662

RECEIVED
97 JUL 31 PM 2:37
DIVISION OF CORPORATIONS

Florida Department of State, Sandra B. Morthan, Secretary of State
**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the limited liability company is: Cosium L.C.

1b. The mailing address of the limited liability company is: 12000 Biscayne Blvd # 104
Miami, FL 33181

1c. Date of filing/registration in Florida: 8-13-86 Document number: L960000000858

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

LARRY WOLFE
200-A JOHN KNOX ROAD
TALLAHASSEE, FL 32303-6643

3. The name and address of the new registered agent and office: (P.O. BOX NOT ACCEPTABLE)

Harold M. Garber, Esq
Garber & Campbell, P.A.
12000 Biscayne Blvd Suite 216, Miami, FL 33181

After the change or changes are made, the street address of the registered office and the business office of the registered agent will be identical.

Such change was authorized by affirmative vote of a majority of the members of the limited liability company or as provided in the articles of organization or the regulations of the limited liability company.

[Signature]
(Signature of a member or
authorized representative of a member)

7/30/97
(Date)

SANTIAGO ROMERO MANAGING DIRECTOR
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated limited liability company, 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 obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

7/30/97
(Date)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314