



L01000020297

ACCOUNT NO. : 072100000032

REFERENCE : 208746 5030952

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 125.00

ORDER DATE : November 26, 2001

ORDER TIME : 4:04 PM

ORDER NO. : 208746-005

CUSTOMER NO: 5030952

CUSTOMER: Ms. Penny Arbulu
Phillips, Eisinger, Koss,
Rothstein & Rosenfeldt, P.A.
Suite 265 South
4000 Hollywood Boulevard
Hollywood, FL 33021

APPROVED
AND
FILED
01 NOV 26 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
01 NOV 26 PM 4:44
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: FTHC, LLC

EFFECTIVE DATE:

900004634479--0

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

JB
11-27-01

ARTICLES OF ORGANIZATION

**FOR
FTHC, LLC**

**I.
NAME**

The name of the limited liability company (the "Company") is:

FTHC, LLC

**II.
DURATION**

The period of duration of the Company is perpetual unless terminated pursuant to its Operating Agreement.

**III.
BUSINESS ADDRESS**

The mailing address and street address of the principal place of business of the Company is 100 S. Biscayne Boulevard, Suite 1100, Miami, Florida 33131.

**IV.
REGISTERED AGENT**

The name and address of the initial registered agent of the Company in the State of Florida is JEROME HOLLO, 100 S. Biscayne Boulevard, Suite 1100, Miami, Florida 33131.

**V.
ADDITIONAL MEMBERS**

The Company shall initially have one (1) Member. No additional Members shall be added unless a majority-in-interest of those members having voting rights in the Company as set forth in the Operating Agreement of the Company shall consent in writing to the admission of the additional member.

**VI.
CONTINUITY OF BUSINESS**

The right, if given, of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company shall be as set forth in the Operating Agreement of the Company.

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**VII.
MANAGEMENT**

Subject to the right(s) of the voting Members of the Company to elect a Manager or Managers as set forth in the Operating Agreement of the Company, the day-to-day management of the Company is reserved to the Members of the Company.

**VIII.
SUBSCRIBER**

The name and address of the person executing these Articles of Organization as a Member of the Company is TIBOR HOLLO, as a President of TELEDOR CORP., a Florida corporation, 100 S. Biscayne Boulevard, Suite 1100, Miami, Florida 33131.

16th IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this day of November, 2001.

TELEDOR CORP., a Florida corporation

By: [Signature]
TIBOR HOLLO, President

STATE OF FLORIDA)
):ss
COUNTY OF Miami Dade)

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FALL AHASSEF, FLORENCE

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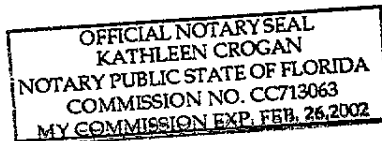
BEFORE ME, a Notary Public authorized in the County and State set forth above, personally appeared TIBOR HOLLO, as President of TELEDOR CORP., a Florida corporation, personally known to me, or who has produced _____ as identification, to be the person who, as the President of a Member, executed the foregoing Articles of Organization of FTHC, LLC, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State last aforesaid, this 16 day of November, 2001.

My Commission Expires:

[Signature]
NOTARY PUBLIC - State of Florida

Print Name: KATHLEEN CROGAN



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT HE IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF THAT POSITION, AND FURTHER AGREES TO ACT IN THIS CAPACITY, AND TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 16th DAY OF November, 2001.



JEROME HOLLO

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AND
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TALLAHASSEE, FLORIDA