

L000000000795



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 558231 4332380

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 20, 2000

ORDER TIME : 11:56 AM

ORDER NO. : 558231-005

CUSTOMER NO: 4332380

700003105337--7
-01/20/00--01112--015
****155.00 ****155.00

CUSTOMER: Mr. Michael R. Storace
MICHAEL R. STORACE, P.A.
MICHAEL R. STORACE, P.A.
Suite 504
5975 Sunset Drive
Miami, FL 33143

DOMESTIC FILING

NAME: TEKSEL, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: JB 1-21-00

RECEIVED
00 JAN 20 PM 2:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 20, 2000

CSC
ATTN: JANNA WILSON

SUBJECT: TEKSEL, L.L.C.
Ref. Number: W00000001677

We have received your document for TEKSEL, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of organization must be signed by a member or an authorized representative of a member. The articles were signed by Theodore D. Wolfsthal as the organizer.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 600A00002835

RECEIVED
JAN 24 2000
1:23 PM
600A00002835

ARTICLES OF ORGANIZATION
OF
TEKSEL, L.L.C.

PREAMBLE

The undersigned hereby adopt these Articles of Organization for the purpose of forming a Limited Liability Company under The Florida Limited Liability Company Act (Chapter 608 of the Florida Statutes).

ARTICLE I
NAME

The name of this Limited Liability Company is:

TEKSEL, L.L.C.

ARTICLE II
DURATION - DISSOLUTION

The Company shall commence on the date of the filing of these Articles of Organization with the Florida Department of State and shall continue until the first to occur: (1) March 31, 2048; or (2) dissolution pursuant to the provisions of the Florida Limited Liability Law or the Regulations of the Company; or (3) the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or any other event which terminates the continued membership of a Member in the Company, unless the business of the Company shall be continued upon written consent of a majority of the remaining Members.

ARTICLE III
PURPOSE

The purpose and business of the Company shall be to own, acquire, invest in, develop, operate, manage, lease, rent, subdivide and/or sell real estate, and/or interests therein.

ARTICLE IV
ADDRESS OF OFFICE AND AGENT

4.1 Place of Business. The initial business and mailing address of the Company is: 1426 Garcia Avenue, Coral Gables, Florida 33146, or such other place or places as the Member may designate from time to time.

4.2 Registered Agent. The initial Registered Agent of the Company is: THEODORE D. WOLFSTHAL, whose address is 1426 Garcia Avenue, Coral Gables, Florida 33146.

ARTICLE V

MEMBERSHIP

5.1 Election.

5.2 Transfer-Assignment.

5.3 Limited Liability.

5.4 Indemnification.

5.5 Continuation of Business.

ARTICLE VI

CAPITAL

6.1 Initial Capital.

6.2 Additional Capital.

ARTICLE VII
DISTRIBUTIONS

Each member shall share in net profits or losses from the operation of the business of the Company, and in the distribution of the property of the Company in the same proportions as that Members' participation as may be adjusted from time to time by reason of additional investments, or as may be agreed in the Regulations of the Company.

ARTICLES VIII
ASSETS

8.1 Title. Real or personal property owned or purchased by the Company shall be held and owned, and conveyance shall be made, in the name of the Company.

8.2 Conveyance. Instruments and documents providing for the acquisition, mortgage, or disposition of property of the Company shall be valid and binding upon the Company, if they are executed by the Members or by an agent or manager duly appointed pursuant to these Articles of Organization and the Regulations of the Company.

ARTICLE IX
MANAGEMENT

9.1 Powers. The management of the Company shall be vested in the Members in proportion to their Participation. All Company powers shall be exercised, and the business and affairs of the Company shall be managed by and under the authority of the Members pursuant to the specific rules regarding rights and duties of Members enumerated in these Articles of Organization and the Regulations of the Company.

9.2 Agent or Manager. Members may appoint one or more individuals or entities as limited agents(s) or manager(s) to facilitate the business of the Company. Such agent(s) or manager(s) shall act pursuant to specific revocable written instruction of limited duration. The name and address of the initial Managers of the Company shall be:

THEODORE D. WOLFSTHAL
1426 Garcia Avenue
Coral Gables, Florida 33146

9.3 Vote. Decisions on all matters shall be by majority vote of the Members unless specified to the contrary herein or in the Regulations of the Company. The vote of each Member as set forth herein or in the Regulations of the Company shall be in proportion to the Participation of the Member.

ARTICLE X
REGULATIONS

At the first meeting of the Members after the execution of these Articles of Organization the Members shall adopt Regulations containing provisions for the regulation and management of the affairs of the Company, not inconsistent with law or these Articles of Organization. The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members. Said Regulations may be adopted in the form of an Operating Agreement.

ARTICLE XI
AMENDMENT

These Articles of Organization, except with respect to the vested rights of the Members which shall require unanimous vote, may be amended at any time by vote of a majority of the Members. These Articles of Organization shall be amended when:

- (1) there is a change in the name of the Company or in the amount or character of the contributions to Capital;
- (2) there is a change in the character of the business of the Company;
- (3) there is a false or erroneous statement in these Articles of Organization;
- (4) there is a change in the time of dissolution of the Company as stated in these Articles of Organization;
- (5) the Members desire to make a change in any other statement in the Articles of Organization in order for it to accurately represent the agreement between them.

Any amendment shall be signed and sworn to by approving Members and an amendment adding a new Member shall be signed by the Member to be added. As a condition of membership all Members agree to execute such documents as may be required to effectuate duly authorized amendments to these Articles of Organization.

ARTICLE XII
NOTICE

All notices to the Members pursuant to these Articles of Organization shall be in writing delivered in person or, by certified mail, return receipt requested, or by telegram, facsimile or other electronic transmission to such address as may be given in writing by said Member.

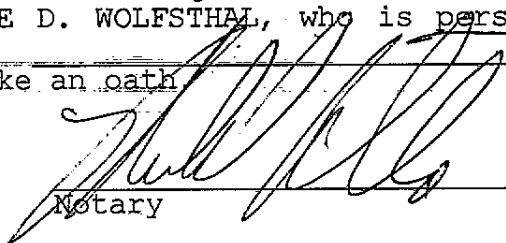
IN WITNESS WHEREOF the undersigned, as Organizers hereby

execute these Articles of Organization this 19 day of January, 2000.


THEODORE D. WOLFSTHAL, Managing Member

STATE OF FLORIDA }
 } SS
COUNTY OF MIAMI-DADE}

The foregoing instrument was acknowledged before me this 19 day of January, 2000, by THEODORE D. WOLFSTHAL, who is personally known to me or has produced _____ as identification and who did not take an oath _____


Notary

MICHAEL R. STORACE
Notary Public, State of Florida
My comm. exp. June 12, 2003
Comm. No. CG845177

Printed Name of Notary

Notary Public State of Florida
My Commission Expires:

9858GB


NOTARY PUBLIC
STATE OF FLORIDA
1-13-00 07:00:00
JAN 13 2000

TEKSEL, L.L.C.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

The undersigned having been named Registered Agent to accept service of process for the above stated TEKSEL, L. L. C., at the place designated in this Certificate, the undersigned THEODORE D. WOLFSTHAL, whose address is 1426 Garcia Avenue, Coral Gables, Florida 33146, does hereby accept to act in that capacity, and agrees to comply with the provisions of Florida Statutes relative thereto.

DATED: January 19, 2000.



THEODORE D. WOLFSTHAL,
Registered Agent

RECEIVED
JAN 20 2000
TEKSEL, L.L.C.