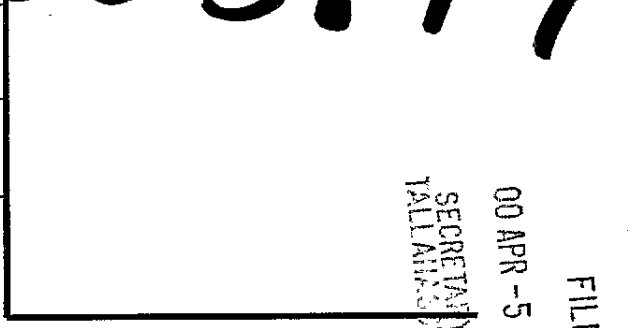


L0000000 3847

Requester's Name
John A. Lence
69 N. Main
Kalispell, MT 59901
City/



Office Use Only

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00 APR -5 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #) 406-752-5032
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

L00-3847

Name	John A. Lence
Availability	Available
Payment	OK
Exp. Date	OK
Used	OK
Ver. No.	OK
Acknowledged	OK

- Walk in
- Pick up time
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

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****125.00 ****125.00

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

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FILINGS, INC. TERESA ROMAN
 (Requestor's Name)
 2805 LITTLE DEAL ROAD
 (Address)
 TALLAHASSEE, FLORIDA 32308 385-6735
 (City, State, Zip) (Phone #)

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

1. CADAX international L.C.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 10, 2000

JOHN A. LENCE
69 N. MAIN
KALISPELL, MT 59901

SUBJECT: GADAL INTERNATIONAL L.C.
Ref. Number: W00000003693

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TALLAHASSEE, FLORIDA

We have received your document for GADAL INTERNATIONAL L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 487-6917.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 400A00007049

RECEIVED
00 APR -5 AM 10:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FEB 18 2000

**ARTICLES OF ORGANIZATION FOR
LIMITED LIABILITY COMPANY**

These are the Articles of Organization of the GADAL INTERNATIONAL L.C. and are executed by the undersigned persons for the purpose of forming a Florida limited liability company under the Florida Limited Liability Company Act.

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TALLAHASSEE, FLORIDA

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1. NAME

The name of the limited liability company is GADAL INTERNATIONAL L.C.

2. PURPOSES & POWERS

This limited liability company is organized for the purpose of engaging in any lawful business (other than banking or insurance) and is vested with all of the statutory authority and powers provided under the laws of the State of Florida to conduct such business. Without limiting the ability of the limited company to engage in any lawful business, the purposes of the limited company are as follows:

To acquire by purchase, exchange, gift, devise, or otherwise, and to own, use, hold, sell, convey, exchange, and otherwise handle, deal in and dispose of precious metals and government and corporate instruments and any interest or right therein, whether as principal, agent, broker, or otherwise, and to act as mandate, agent, broker, and consultant relating to precious metals and monetary instruments, and generally to do anything and everything necessary and proper and to the extent permitted by law in connection with the owning, managing, and investing of precious metals and monetary instruments.

To set up, manage and administer high yield investment programs (HYIPs) for itself and third parties.

To act as closing agents and facilitate the transfer or other disposition of precious metals and/or financial instruments.

To act as pay masters for the purposes of receiving and distributing its own funds and those of third parties as it relates to precious metals, financial instruments or HYIPs.

To manage or administer as agent the business or property of any limited liability company, corporation, firm or person, and to sell or dispose of, receive and make disbursements for, or arrange for the management or administration of the whole or any part of the business or property of any corporation, firm or person, and to act as agent, broker, consignee, or factor of others in buying and selling all manner and kind of goods, real and personal, and to make contracts with others in reference to the handling and disposing of the same, and to deliver goods on bills of lading in the name of this limited company, to draw drafts against such bills of lading, and to carry insurance in the name of this limited company on goods consigned for

sale, and to develop and extend the business interests of any limited company, corporation, firm or person.

To carry on a general investment and management consultant and advisory business relating to investments and the operation of businesses, plants, properties, and real and personal property of every kind, in the United States and foreign countries, subject to the applicable laws thereof. To maintain executive and operating personnel for the purpose of consulting with and advising others in all matters relating to investments and the management and operation of businesses and other properties of every kind. To furnish business investment and management plans and programs, to formulate policies, and generally to advise and assist others, under contract or otherwise, in the management of their businesses, plants, properties and investments. To buy and sell projects and developments on its own behalf and on behalf of others in connection with the operation, management and development of individual and corporate businesses. To conduct research and to investigate businesses and enterprises of every kind and description throughout the world in order to secure information and data for capital investment, both for its own account and as agent for others. To engage in capital ventures and business enterprises of every kind and description, whether as a promoter, partner, member or associate, or as a manager of other such enterprises.

To engage in consultant and advisory work in connection with the organization, financing, management, operation and reorganization of industrial and commercial enterprises. To manage and to provide management for and supervise all or part of any and every kind of investment or business enterprise, and to contract or arrange with any limited company, corporation, association, partnership or individual for the management, conduct, operation and supervision of all kinds of investments and businesses. To advertise, promote, merchandise and otherwise purvey the services authorized herein; to negotiate and contract with respect to furnishing of the same for or on behalf of any person, firm, limited company or corporation, domestic or foreign; to enter into and carry out agency or joint arrangements with other persons, firms, limited companies or corporations engaged in like or similar activities; and generally to exploit the services and objects of the limited company by all lawful means.

To acquire by purchase, exchange, gift, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own limited company certificates or other securities, including without limitation any shares of stock, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association, limited company or corporation, or any government or subdivisions, agencies or instrumentalities thereof; to make payment therefor in any lawful manner or to issue in exchange therefor its own securities or to use its unrestricted and unreserved earned surplus for the purchase of its own certificates, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subjects herein enumerated, or

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which may at any time appear conducive to or expedient for protection or benefit of this limited company, and to do said acts as fully and to the same extent as natural persons might or could do, in any part of the world, as agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association, limited company or corporation.

3. DURATION

The latest date upon which the Limited Liability Company is to dissolve is on December 31, 2030.

4. PRINCIPAL OFFICE, REGISTERED OFFICE, AND RESIDENT AGENT

For this limited liability company, the following are its principal place of business in the State of Florida, its registered office, and the name and address of its resident agent at its resident office:

<p>location of principal place of business/ mailing address in Florida</p>	<p>Loggerhead Plaza, Suite 302 14155 U.S. Highway One Juno Beach, Florida 33408-1499</p>
<p>location of registered office in Florida</p>	<p>Loggerhead Plaza, Suite 302 14155 U.S. Highway One Juno Beach, Florida 33408-1499</p>
<p>name and address of the resident agent at the resident office</p>	<p>Mark J. Nowicki Loggerhead Plaza, Suite 302 14155 U.S. Highway One Juno Beach, Florida 33408-1499</p>

5. INITIAL MEMBERS AND CAPITAL PERCENTAGES

The initial *members, capital accounts, capital percentages* and *voting percentages* are:

member's name/address/phone	member's capital account	member's capital percentage	member's voting percentage
Howard Toepfer Loggerhead Plaza, Suite 302 14155 U.S. Highway One Juno Beach, Florida 22308-1499	\$2,500.00	50	50
John A. Lence 6027 High Star Houston, Texas 77081	\$2,500.00	50	50

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6. **LIABILITY OF MEMBERS**

Each member's liability shall be limited to the amount of his or her original contribution. The members are not otherwise liable for any debt, obligation or liability of the company.

7. **AGREED ADDITIONAL CONTRIBUTIONS**

None.

8. **ASSOCIATION OF A NEW MEMBER**

No person may become a *member* either directly through the limited liability company or indirectly through another *member* (by assignment or otherwise), without the *unanimous consent* of all *members*.

9. **SURVIVAL PROVISIONS**

Upon the death of any member hereunder, prior to the expiration of the thirty year period provided in paragraph 3, the company shall be dissolved and the assets distributed to the members and the deceased member's estate according to the members' ownership at that time.

10. **MANAGEMENT BY MANAGER**

The limited liability company is to be managed by two co-Managers. The names and street addresses of the initial co-Managers are:

Howard Toepfer
Loggerhead Plaza, Suite 302
14155 U.S. Highway One
Juno Beach, Florida 33408-1499

John A. Lence
6027 High Star
Houston, Texas 77081

Either co-manager shall be authorized to act independently of the other and either co-manager may bind the L.C. by his individual act.

11. **ORGANIZERS**

The names and addresses of the persons organizing this limited liability company are:

Howard Toepfer
Loggerhead Plaza, Suite 302
14155 U.S. Highway One
Juno Beach, Florida 33408-1499

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TALLAHASSEE, FLORIDA

John A. Lence
6027 High Star
Houston, Texas 77081

DATED this 26th day of January, 2000.

Howard Toepfer
Howard Toepfer

John A. Lence
John A. Lence

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for GADAL INTERNATIONAL L.C.

DATED this 4th day of APRIL, 2000.

Mark J. Nowicki
Mark J. Nowicki