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THE STERLING COMPANIES
REAL ESTATE
INVESTMENT & MANAGEMENT

209 PHIPPS PLAZA
PALM BEACH, FLORIDA 33480
(561) 835-1810
(561) 833-4118 FACSIMILE

March 22, 2000

Via Airborne Express

Florida Department of State
409 East Gaines Street
P.O. Box 1500
Tallahassee, FL 32399

300025183183-4
-03/24/00-01074-005
****155.00 ****155.00

Re: Sterling Penndevco, LLC

"Shawn"

Dear Madam or Sir :

Enclosed please find the original and one copy of Articles of Organization for Sterling Penndevco, LLC for filing with your office. Also enclosed is a check made payable to the Florida department of State in the amount of \$155.00 for the necessary filing fees as follows:


Filing Fee -	\$125.00
Certified Copy -	<u>30.00</u>
	\$155.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 24 PM 4:57

Upon your filing of same, please furnish the certified copy to our office in the self-addressed, Airborne Express envelope which is enclosed for this purpose.

Thank you for your assistance in this matter and should you have any questions, please contact the undersigned at the telephone number listed above.

Sincerely,


Christine M. Hooker

W-8669

Enclosures	
Availability	
Document Examiner	SL/alt
Updater	
Unit Verifier	
Administrative Unit	
W. P. Verifier	

FLUC
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alt 4/20

FF \$125
CC 300
Referred
4/12/00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 31, 2000

CHRISTINE M. HOOKER
STERLING
209 PHIPPS PLAZA
PALM BEACH, FL 33480

SUBJECT: STERLING PENNDEVCO, LLC
Ref. Number: W00000008669

We have received your document for STERLING PENNDEVCO, LLC 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 application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 500A00017835

STERLING

THE STERLING COMPANIES
REAL ESTATE
INVESTMENT & MANAGEMENT

209 PHIPPS PLAZA
PALM BEACH, FLORIDA 33480
(561) 835-1810
(561) 833-4118 FACSIMILE

April 17, 2000

Via Airborne Express

Florida Department of State
409 East Gaines Street
P.O. Box 1500
Tallahassee, FL 32399

Attention: Shawn Logan

Re: Sterling Penndevco, LLC, a Florida Limited Liability Company

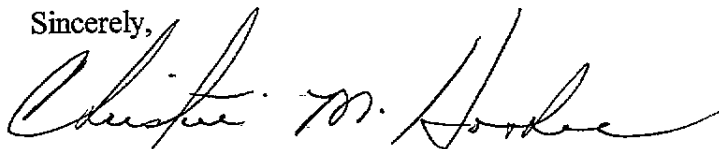
Dear Shawn:

Pursuant to our recent telephone discussions, enclosed herein is an original and one copy of the revised Articles of Organization of Sterling Penndevco, LLC. On March 22, 2000, we forwarded our check in the amount of \$155.00 for the necessary filing and certified copy fees, and you have indicated that you retained the check pending receipt of the revised Articles of Organization. Our office never received the letter and form for the revision which was mailed from your office, however, we were able to obtain the form from the internet.

We would appreciate your filing these revised Articles of Organization and furnishing a certified copy to our office at your earliest convenience. Enclosed is a self-addressed Federal Express envelope for this purpose.

Thank you once again for your assistance in this matter and should you have any questions, please contact the undersigned.

Sincerely,



Christine M. Hooker
Legal Coordinator

Enclosures

**ARTICLES OF ORGANIZATION
OF
STERLING PENNDEVCO, LLC
a Florida Limited Liability Company**

ARTICLE I – Name:

The name of the Limited Liability Company is Sterling Penndevco, LLC (the "Company").

ARTICLE II – Address:

The mailing address and street address of the principal of the Limited Liability Company is:

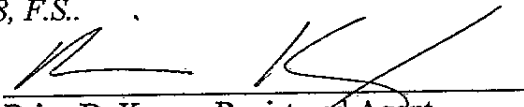
209 Phipps Plaza, Palm Beach, Florida 33480

ARTICLE III – Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Brian D. Kosoy
209 Phipps Plaza
Palm Beach, Florida 33480.

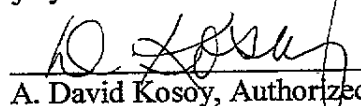
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in its capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in chapter 608, F.S..


Brian D. Kosoy, Registered Agent

ARTICLE IV – Management:

☒ The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


A. David Kosoy, Authorized Representative
of Samoth USA, Inc., Member

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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