

WALROTH-SADURNÍ, P.A.

OF COUNSEL TO
SANDLER TRAVIS & ROSENBERG, P.A.
ATTORNEYS & FOREIGN LAW CONSULTANTS
MIAMI MÉXICO D.F.

STEPHEN P. WALROTH-SADURNÍ, J.D.
ADMITTED IN FLORIDA

L000000009363

Secretary of State
Division of Corporations
State of Florida
Post Office Box 6327
409 E. Gaines Street
Tallahassee, Florida 32399

600003340566--7
-07/31/00--01109--015
****125.00 ****125.00

Re: Articles of Organization: WORLDWIDE TRADER.COM, L.L.C.

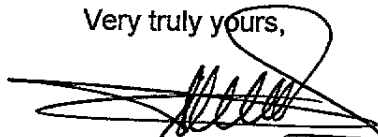
Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Organization of **WORLDWIDE TRADER.COM, L.L.C.**, a Florida *Limited Liability Company*. We would appreciate your filing of these and sending us a certified copy with the applicable filing information in the enclosed self-addressed, stamped envelope. We are enclosing our firm's check in the amount of \$125.00 to cover the following costs:

Filing Fee	\$100.00
Registered Agent Fee	<u>25.00</u>
Total	\$125.00

Thank you for your prompt attention to this matter.

Very truly yours,



Stephen P. Walroth-Sadurni, J.D.

Enclosures (as noted).
SPWS:mj

FILED
00 JUL 31 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-9363
GA 8/4

**ARTICLES OF ORGANIZATION
OF
WORLDWIDE TRADER.COM, L.L.C.**

The undersigned member hereby executes and acknowledges these Articles of Organization for the purpose of forming a Limited Liability Company in accordance with the laws of the State of Florida:

ARTICLE I
Name

The name of this Limited Liability Company shall be: **WORLDWIDE TRADER.COM, L.L.C.**

ARTICLE II
Existence and Period of Duration

In accordance with Section 608.409, Florida Statutes, the existence of this Limited Liability Company shall commence on the date these Articles of Organization are filed by the Department of State after subscription and execution. The duration of this Limited Liability Company thereafter shall be perpetual.

ARTICLE III
Address

The *street address* of the principal office of the Limited Liability Company shall be located at:

658 South Military Trail
Deerfield Beach, Florida 33442

The *mailing address* of the principal office of the Limited Liability Company shall be:

658 South Military Trail
Deerfield Beach, Florida 33442

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TALLAHASSEE, FLORIDA

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ARTICLE IV
Registered Office and Registered Agent

The initial registered office of this Limited Liability Company shall be located at 5200 Blue Lagoon Drive, Suite 600, Miami, Florida 33126; and the initial Registered Agent of this Limited Liability Company at such office shall be Stephen P. Walroth-Sadurni. This Limited Liability Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE V
Admission of Additional Members

The Members of this Limited Liability Company shall have the right to admit new Members upon the affirmative vote of TWO THIRDS (2/3) of the existing Members, and the payment of the consideration deemed appropriate for the capital or equity interest of the additional Member.

ARTICLE VI
Incapacity of a Member

The remaining Members of this Limited Liability Company shall have the right to continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of said Member, or until its successor is elected and qualifies.

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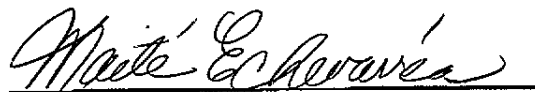
ARTICLE VII

Management of the Limited Liability Company

Pursuant to Florida Statute § 608.407 (1) (g) (1), the management of this Limited Liability Company is to be entrusted and performed by Managers. The initial Managers of this Limited Liability Company are:

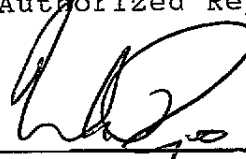
<u>Name</u>	<u>Address</u>
Alex Echevarria	5800 Granada Blvd. Coral Gables, Florida 33146
Mike Ramazio	2425 NW 49 Lane Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Organization for the uses and purposes therein stated.



Maite Echevarria

As Authorized Representative of 22 Associates



Mike Ramazio

as Authorized Representative of Merit Marketing Group, Inc.

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, on this 26 day of July, 2000, personally appeared

Maite Echevarria who is

_____ to me well known to be the person described in and who signed the foregoing

Articles of Organization; or,

✓ produced the following identification: Florida Drivers License,

No. . E210-558-59-905-0

and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



NOTARY PUBLIC


My Commission Expires:

00 JUL 31 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

OFFICIAL NOTARY SEAL
MICHELE A MUHUMUD
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC869826
MY COMMISSION EXP. SEPT 7, 2003

STATE OF FLORIDA
COUNTY OF ~~DADE~~ ^{BROWARD}

BEFORE ME, the undersigned authority, on this ____ day of July, 2000, personally appeared
Mike Ramazio who is 

____ to me well known to be the person described in and who signed the foregoing
Articles of ~~Organization~~; or,

☒ produced the following identification: **Florida Drivers License,**
No., R520-540-64-381-0

and acknowledged to me that he executed the same freely and voluntarily, for the uses and
purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.




NOTARY PUBLIC

My Commission Expires:

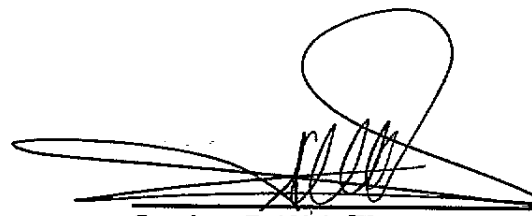
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TALLAHASSEE, FLORIDA
7/28/2000

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

(Fla Stat. §608.415)

The undersigned, Stephen P. Walroth-Sadurni, having been named as registered agent to accept service of process for **WORLDWIDE TRADER.COM, L.L.C.**, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Florida Statute § 608.415, Florida Statutes.

DATED this 26 day of July, 2000.


Stephen P. Walroth-Sadurni

00 JUL 31 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED