CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

174 Ponder's Printing - Thomasville, GA 8/00

	$I \cap$		W)()161U	0		
AuGroup, LCC	LU						
				4000034 -10/19/1 ****155	JOD1054	'4 102 **155,	
				Art of Inc. File	-		
				LTD Partnership File			£-
				Foreign Corp. File		-	
				L.C. File <u>C < v </u>			1
				Fictitious Name File			
				Trade/Service Mark			
				Merger File		, ,	
				Art. of Amend. File			
				RA Resignation			
				Dissolution / Withdrawal		_	
				Annual Report / Reinstatemen	t		-
				Cert. Copy	ÀIO		
				Photo Copy	NOISIVIO		
				Certificate of Good Standing_	00 1 130 MC	iii	
				Certificate of Status	19 M	E 1 1	٠.
				Certificate of Fictitious Name_			
				Corp Record Search	RA == 0		
				Officer Search	<u> </u>	<u> </u>	
				Fictitious Search		L JU	7, =
Signature				Fictitious Owner Search	— <u> </u>	, vo	
<u></u>				Vehicle Search			The state of the s
_				Driving Record		ন্ <u>য</u> ্র	- an F.
Requested by:	10/19	10234		UCC 1 or 3 File		UCT C.3	
Name	Date	Time		UCC 11 Search			10-00
Walk-In	Will Pick Up			UCC 11 Retrieval		-10-1	(* ⁻
AAMTIZ_TIT	44 TH T TOW OD		1	Courier			

ARTICLES OF ORGANIZATION

OF

AvGROUP, LLC

Each undersigned individual, being either a member or the authorized representative of a member, hereby presents these Articles of Organization to the Department of State of the State of Florida in accordance with Chapter 608, Florida Statutes, for the formation of a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of the limited liability company (the "Company") is AvGROUP, LLC.

ARTICLE II

Unless and until the Company is dissolved by the unanimous consent of the members or by law, the Company will exist in perpetuity from the date of the filing of these Articles with the Florida Department of State.

ARTICLE III

The mailing address and street address of the Company's principal business office is:

93 0CT 19 FHI2:

1600 NW LeJeune Road, Suite 301 Miami, Florida 33126

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office for service of process in the State of Florida are as follows. Attached to these Articles is a written statement from the registered agent as required by Florida Statute § 608.415.

Registered Agent

Address of Registered Office

Harold L. Lewis

One Biscayne Tower, Suite 2400 2 South Biscayne Boulevard

Miami, Florida 33131

ARTICLE V

The business of the Company shall be managed by one or more managers. The Company shall be a manager-managed Company.

ARTICLE VI

The Company may exercise any powers, without limitation whatsoever, which a limited liability company may legally exercise under the laws of the State of Florida.

ARTICLE VII

The Company may indemnify any manager, member, officer, employee or agent of the Company to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has hereunto executed these Articles of Organization this 18TH day of October, 2000.

HAROLD L. LEWIS Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

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 THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND Y AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

HAROLD L. LEWIS

m:\clients2\avgroup\genrep\docs\articles.doc