

Charter Number Only

CR2E031 (R8-85)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 30, 2001

EMPIRE

SUBJECT: CD SYSTEMS, LLC.
Ref. Number: W01000009430

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

You failed to make the correction(s) requested in our previous letter.

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on April 26, 2001. Please amend your document accordingly.

Your documents were received on April 26, 2001. Therefore, the effective date cannot be more than five business days prior to that date.

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: 201A00025444

01 APR 26 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 26, 2001

EMPIRE

SUBJECT: CD SYSTEMS, LLC.
Ref. Number: W01000009430

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If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 501A00024700

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – NAME:

The name of the Limited Liability Company is:

CD SYSTEMS, LLC.

ARTICLE II – ADDRESS:

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

5600 COLLINS AVE., # 10-C
MIAMI BEACH, FL 33140

ARTICLE III – REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE:

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

~~JORGE MARTINEZ~~ Andres Felipe Cartazar
Name

5600 COLLINS AVE., # 10-C
Florida Street Address

MIAMI BEACH, FL 33140
City, State, and Zip

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Andrés F. Cortez 4-27-01
Registered Agent's Signature

ARTICLE IV – MANAGEMENT

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

ARTICLE V – EFFECTIVE DATE

The effective date of the Limited Liability Company shall be: APRIL 27, 2001

Andrés F. Cortez 4-27-01
Signature of member or an authorized representative of a member

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

Andrés F. Cortez 4-27-01
Andres Felipe ~~GEORGE MARTINEZ~~ CORTAZAR
Member/Manager of LLC

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AND
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TALLAHASSEE, FLORIDA