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LAW OFFICES

BROOKMYER, HOCHMAN, PROBST & NADEAU, P.A.

GARY BROOKMYER
ELLIOT F. HOCHMAN
DANIEL J. PROBST
DONNA A. NADEAU

GARDENS PLAZA
3300 PGA BOULEVARD, SUITE 500
PALM BEACH GARDENS, FLORIDA 33410
TELEPHONE (561) 624-2110
FACSIMILE (561) 624-2425

STUART OFFICE
BY APPOINTMENT ONLY
ROYAL PALM FINANCIAL CENTER
759 S. FEDERAL HIGHWAY, Suite 212
STUART, FLORIDA 33995-2434
TELEPHONE (561) 223-4030

June 7, 2001

Department of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

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*****30.00 *****30.00

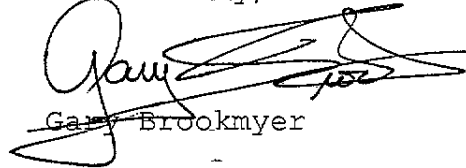
RE: TopLine Direct, L.L.C.
Articles Of Organization

Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Organization for the above-referenced limited liability corporation, together with a check in the amount of \$125.00 representing the filing fee for the Articles of Organization and Designation of Registered Agent. I would also like a certified copy of the Articles returned to my office in the enclosed addressed, stamped envelope. I have enclosed my firm's check in the sum of \$30.00 for this service.

Should you have any questions, please feel free to contact me.

Sincerely,


Gary Brookmyer

GB:lv
Enclosures

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01 JUN -8 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: TopLine Direct, L.L.C.

ARTICLE II - Address:

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

1770 West 10th Street
Riviera Beach, FL 33404

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

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

Gary Brookmyer, Esquire
Name
3300 PGA Boulevard, Suite 500
Florida street address (P.O. Box **NOT** acceptable)
Palm Beach Gardens FL 33410
City, State, and Zip

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..


Registered Agent's Signature

Article IV - Management (Check box if applicable.)

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

(An additional article must be added if an effective date is requested.)


Signature of a 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.)

Gary Brookmyer
Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)

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01 JUN -8 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA