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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. R & D CARBON TECHNOLOGY INTERNATIONAL LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☒ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

APPROVED
AND
FILED
01 JUN 26 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 JUN 26 AM 11:17
DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
R&D CARBON TECHNOLOGY INTERNATIONAL LLC

ARTICLE I

Name

The name of this limited liability company is R&D CARBON TECHNOLOGY INTERNATIONAL LLC (hereinafter "the Company").

ARTICLE II

Address

The principal street and mailing address of the Company is 2665 S. Bayshore Drive, Suite 703, Miami, FL 33133.

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc.
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

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ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Organizer

The name and street and mailing address of the person signing these Articles as Organizer is:

Albert J. Lazo, Esq.
Richards & Polansky, P.A.
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

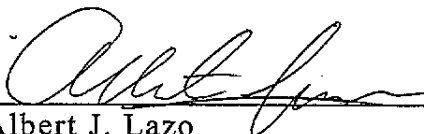
ARTICLE VII

Management

The Company will be managed by at least one (1) manager and is, therefore, a manager-managed company. The initial manager shall be:

Joseph W. Moore
2665 S. Bayshore Drive
Suite 703
Miami, FL 33133

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



Albert J. Lazo
Authorized Representative

01 JUN 26 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 25 day of June 2001.


Albert J. Lazo

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Mitchell S. Polansky, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last
aforesaid this 25th day of June 2001.



~~NOTARY PUBLIC~~

Sign:

Print:

STATE OF FLORIDA AT LARGE

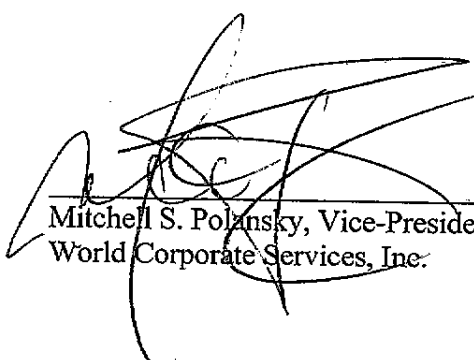
My Commission Expires:

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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of R&D CARBON TECHNOLOGY INTERNATIONAL LLC named in the Articles of Organization herein above set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 25th day of June 2001.



Mitchell S. Polansky, Vice-President
World Corporate Services, Inc.

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AND
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01 JUN 26 PM 12:19

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TALLAHASSEE, FLORIDA