

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
 Fax Number : (850) 205-0383

From:

Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.
 Account Number : 076624003440
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LIMITED LIABILITY COMPANY

OEM AMERICA, L.C.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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 TALLAHASSEE, FLORIDA

01 JUL 27 AM 11:58

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ARTICLES OF ORGANIZATION

OF

OEM AMERICA, L.C.

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Limited Liability Company is OEM AMERICA, L.C.

ARTICLE II
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV
ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 13615 S. Dixie Highway, Suite 114-509, Miami, FL 33176-7252. The Board of Managers may from time to time move the principal office to another address in Florida.

Prepared by: Carlos F. Arazoza
2100 Salzedo Street Suite 300
Phone: (305) 444-6226
Coral Gables, Florida 33134
Florida Bar No.0698806

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ARTICLE V
REGISTERED OFFICE, REGISTERED AGENT

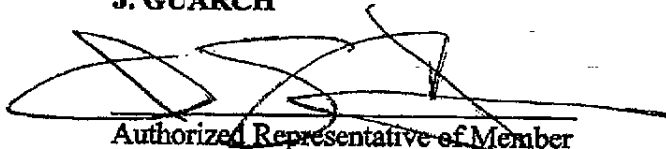
That OEM AMERICA, L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates J. GUARCH, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 710 SOUTH DIXIE HIGHWAY, CORAL GABLES, FL 33146.

ARTICLE VI
MANAGEMENT

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

WITNESS the hand and seal of the members in Miami-Dade County, State of Florida, this 26th day of July, 2001.

J. GUARCH


Authorized Representative of Member

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

PERSONALLY appeared before me, J. GUARCH, as who produced _____ identification or is personally known to me, to be the original members to the foregoing Articles of OEM AMERICA, L.C., who being by me first duly sworn, acknowledges that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami-Dade County, Florida this 26th day of July, 2001.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:



Carlos F. Arazoza
Commission # CC935207
Expires July 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That OEM AMERICA, L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, has named J. GUARCH as its Agent, of 710 SOUTH DIXIE HIGHWAY, CORAL GABLES, FL 33146, to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

J. GUARCH,
Registered Agent

Date: July 26, 2001

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