

Sep 10 01 04:02p

P. 1

Division of Corporations

L0/0000/5518

https://ecss.state.fl.us/ecss/e-conv.exe

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000097999 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

EFFECTIVE DATE
9-6-01

From: Account Name : FLORIDA FILING & SEARCH SERVICES
Account Number : 120000000189
Phone : (850) 668-4318
Fax Number : (850) 668-5398

AL

LIMITED LIABILITY COMPANY

BLUECHIP INTERNATIONAL LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP 10 PM 4:24

Electronic Filing Menu

Corporate Filing

Public Access Help

H01000097999

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida Limited liability company is:

Bluechip International LLC

Article II. Duration

EFFECTIVE DATE
9-6-01

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

Article III. Address

The mailing address and the street address of the principal office of the company is:

Bluechip International LLC
1333 North Duval Street
Tallahassee, FL 32302

Article IV. Registered Agent

The name and Street Address of the Company's registered agent is:

Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32302, United States

Article V. Percentage Interest; Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 10

H01000097999

Sep 10 01 04:02p

SEP-06-2001 THU 04:43 PM ATLRLRLS

FAX NO. 3024725233

P. 3

P. 11

H01000097999

Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of a majority of the remaining members of the company within 30 days after any of these events.

Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII. Management

The Company will be manager-managed. The name and address of each manager is:

Cavendish Management LLC
1000 Connecticut Ave., NW, Suite 1020
Washington, DC 20036

Article IX. Purpose of the Company

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP 10

H01000097999

Sep 10 01 04:02p

SEP-06-2001 THU 04:43 PM AILRALRALS

FAX NO. 3024725233

P. 4

P. 12

H010000097999

Article X. Company Existence

The Company's existence shall begin effective as of September 6, 2001.



Authorized Representative
Michele Ciconte
Registered Agents, Ltd.

Date: September 6, 2001

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 10

SWORN AND SUBSCRIBED before me a notary public for the State of Delaware,
this 6th day of September, 2001



Notary Public

LAURA ENGELS BRYDA
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires April 28, 2002

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

H010000097999

Sep 10 01 04:02p

SEP-07-2001 FRI 04:12 PM AILRALRLALS

FAX NO. 3024725233

P. 5
P. 05

H01000097999

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

Bluechip International LLC

REGISTERED AGENT/OFFICE

Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32302

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 10

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position


Florida Filing & Search Services, Inc.

Date: 9/10/01

H01000097999