

L0100 0010688

Charter Number

9/27/01

Ramani, G. T.

200 S. Biscayne Blvd. #2000

Miami, FL 33131

8811A

VALIDATION ONLY

01 SEP 29 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FL 32399

APPROVED
FILED

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-09/28/01-01002-017
****155.00 ****155.00

CORPORATION(S) NAME

Continental Commerce, LLC.

Correct Article I per Empire
9-28-01

do not want periods in LLC

RECEIVED
01 SEP 28 AM 10:30
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other LLC
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERT. COPY
9-28-01

ARTICLES OF ORGANIZATION
OF
CONTINENTAL COMMERCE, LLC.

a Florida limited liability company

1. The name of this limited liability company is CONTINENTAL COMMERCE, L L C (the "company").
2. The company is being formed for the following purposes:
 - a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
 - b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
 - c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

This Company shall have all of the corporate powers enumerated in the Florida Limited Liability Company Act, as amended from time to time.

3. The principal place of business and the mailing address of the Company is:

200 South Biscayne Boulevard
20th Floor
Miami, Florida 33131

4. The name and address of the registered agent of the Company is:

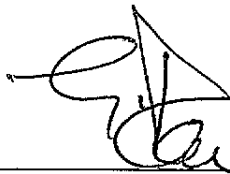
George T. Ramani
200 South Biscayne Boulevard
20th Floor
Miami, Florida 33131

5. The Company shall only admit additional members with the unanimous written consent of the Company's Members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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AND
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6. The Company shall have perpetual existence unless sooner dissolved in accordance with the Florida Liability Company Act, as amended from the time to time. Accordingly, the members may continue the Company and the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.
7. The Company is to be managed by one or more managers. The name and address of the initial manager is as follows:
Alexander Zederbauer
200 South Biscayne Boulevard
20th Floor
Miami, Florida 33131
8. The Company, with the unanimous written consent of the members, shall have the right to amend or repeal any provisions contained in these Articles of Organization or any amendments hereto. Further, the power to adopt, alter, amend or repeal the Company's limited liability company regulations shall be vested in the Company's members.
9. The Company shall indemnify any and all of its members, officers, employees or agents or former officers, employees or agents or any person or persons who may have served at its request as an officer, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise in which it owns an equity interest or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or her legal representative may be made a party or may be threatened to be made a party, by reason of her being or having been an officer, employee or agent as herein provided. The foregoing right or indemnification shall not be exclusive of any other rights to which any officer, employee or agent may be entitled as a matter of law or which she may be lawfully granted.

IN WITNESS WHEREOF, the undersigned members of Continental Commerce, LLC, have executed these Articles of Organization this 25th day of September, 2001.



GEORGE T. RAMANI

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

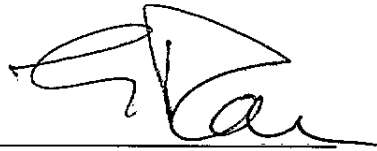
**CERTIFICATE OF REGISTERED AGENT OF
CONTINENTAL COMMERCE, LLC.**

Pursuant to Chapter 608 of the Florida Statutes, the following us submitted in compliance therewith:

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above-stated 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.

Dated this 25th day of September, 2001



GEORGE T. RAMANI

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROPRIATE
FILED