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* Also admitted in Texas

10/4
October 3, 2001

Via Fedex

Florida Department of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attention: Registration Section

MJM
100004623371--3
-10/04/01--01050--007
****155.00 ****155.00

Re: Articles of Organization of D'ARGENT, LLC, a Florida limited liability company
Our file no. 9288.1001

Dear Ladies and/or Gentlemen:

Enclosed is an original and a copy of the following document for the above referenced:

- 1) Articles of Organization for D'ARGENT, LLC, a Florida limited liability company;
- 2) Certificate of Designation of Registered Agent/Registered Office;
- 3) Remittance no. 5192, in the amount of \$155.00, made payable to the Florida Department of State to cover the cost of the filing fee and a certified copy of same; and,
- 4) A self-addressed FedEx envelope for the return of these documents.

Thank you for your prompt attention and courtesy in this matter.

Very truly yours,

SEILER & SAUTTER


C. Christian Sautter

Encls.

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FILED
01 OCT -4 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
D'ARGENT, LLC**

FILED
01 OCT -4 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statute Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company shall be: **D'ARGENT, LLC**

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be 3655 Northeast 32nd Avenue, Unit #114, Building B, Fort Lauderdale, Florida 33308.

ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be for a period of thirty (30) years from the date of filing of these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is C. Christian Sautter, Esq., Seiler & Sautter, 2900 East Oakland Park Boulevard, Suite 200, Fort Lauderdale, Florida 33306.

ARTICLE V - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI - TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

ARTICLE VII - MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company is: D. M. Marks, 3655 Northeast 32nd Avenue, Unit #114, Building B, Fort Lauderdale, Florida 33308.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Fort Lauderdale, Florida on this 3rd day of October, 2001.



C. Christian Sautter, Esq.
Seiler & Sautter
2900 East Oakland Park Boulevard
Suite 200
Ft. Lauderdale, Florida 33306

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **D'ARGENT, LLC**

2. The name and address of the registered agent and office is:

C. Christian Sautter, Esq.
Seiler & Sautter
2900 East Oakland Park Boulevard
Suite 200
Fort Lauderdale, Florida 33306

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.



C. Christian Sautter, Esq.

October 3, 2001
(Date)