

LAW OFFICES

BECKER & POLIAKOFF, P.A.

5201 Blue Lagoon Drive, Suite 100
Miami, Florida 33126

Phone: (305) 262-4433 Fax: (305) 262-4504
FL Toll Free (800) 533-4874
Internet: www.becker-poliakoff.com
Email: bp@becker-poliakoff.com

L01000017836

Reply to:
Miami

Maximilian J. Schenk,
M.P.A., J.D., LL.M.
Direct Dial: (305) 260-1017
mschenk@becker-poliakoff.com

Florida Offices

Administrative Office
3111 Stirling Road
Ft. Lauderdale, FL 33312
Toll Free: (800) 432-7712

Boca Raton*

Clearwater

Ft. Myers

Ft. Walton Beach

Hollywood

Melbourne*

Miami

Naples

Orlando

Port Charlotte*

St. Petersburg

Sarasota

Tallahassee

Tampa

West Palm Beach

* available for consultation
by appointment only

International Offices

Beijing,
People's Republic
of China

Prague,
Czech Republic

Bern, Switzerland*

September 19, 2001

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Attn: Limited Liability Company Section

**RE: A Vos Marques, LL.C.
Articles of Organization
Our File No.: R22688/76341**

Dear Sir or Madam:

Enclosed please find the Articles of Organization for the above-referenced Company, along with an additional copy of said Articles, for filing with the Division of Corporations.

Upon filing, please provide the undersigned with a certified copy as well as a filing receipt. The appropriate fee in the amount of \$155.00 is enclosed herewith as well.

Please contact the undersigned if you have any questions.

Sincerely yours,

Maximilian J. Schenk
FOR THE FIRM

MJS/do

Enclosures
296525_1.DOC

200004608302--6
-09/24/01--01086--006
*****150.00 *****150.00

200004608302--6
-10/16/01--01021--002
*****5.00 *****5.00

Handwritten scribbles

FILED
2001 OCT 17 PH 2:02
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Handwritten initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 26, 2001

MAXIMILIAN J. SCHENK
BECKER & POLIAKOFF PA
5201 BLUE LAGOON DR SUITE 100
MIAMI, FL 33126

SUBJECT: A VOS MARQUES, L.L.C.
Ref. Number: W01000022351

We have received your document for A VOS MARQUES, L.L.C. and check(s) totaling \$150.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$5.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Shawn Logan
Document Specialist

Letter Number: 901A00053580

FILED
2001 OCT 17 PM 2:02
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
A VOS MARQUES, L.L.C.**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company (the "Company") shall be **A Vos Marques, L.L.C.**

ARTICLE II - DURATION

This limited liability company shall have perpetual existence unless sooner dissolved as provided by law or in the operating agreement of this company.

ARTICLE III - PURPOSE

The limited liability company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

ARTICLE IV - INITIAL PLACE OF BUSINESS

The initial principal place of business of the Company shall be 5201 Blue Lagoon Drive, Suite 100, Florida 33126 and the mailing address of the Company is 5201 Blue Lagoon Drive, Suite 100, Florida 33126.

**ARTICLE V - REGISTERED OFFICE
AND REGISTERED AGENT**

The registered office of the Company shall be 5201 Blue Lagoon Drive, Suite 100, Miami, Florida 33126, and such other place or places as the members from time to time may determine. The name of the initial registered agent located at that address shall be **ALEXANDER REUS, ESQ.**

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted upon the approval of a majority of the Membership, upon the written application of such new member and in the manner set forth in the Regulations of the Company.

FILED
OCT 17 PM 3:00
TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT

ARTICLE VII - INITIAL MEMBERS

The names and addresses of the initial members are as follows:

<u>NAME</u>	<u>ADDRESS</u>
KARINE ROUSSEAU (Managing Member)	5333 Collins Avenue, Apt. 201 Miami Beach, Florida, 33126
JEAN LOUIS SYLVOS (Member)	c/o Becker & Poliakoff, P.A. 5201 Blue Lagoon Drive, Suite 100 Florida, 33126

ARTICLE VIII - MANAGEMENT OF BUSINESS

The business of the Company shall be managed by the following managing members:

<u>NAME</u>	<u>ADDRESS</u>
KARINE ROUSSEAU (Managing Member)	5333 Collins Avenue, Apt. 201 Miami Beach, Florida, 33126

DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA
 2001 OCT 17 PM 2:02
 FILED

ARTICLE IX -

WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, the Company shall be dissolved unless a majority of the Membership Interests, consent to continue the business of the Company, or by amendment to these Articles of Organization providing for the continued existence of the Company subsequent to the foregoing events.

ARTICLE X - REGULATIONS

At the time of executing these Articles of Organization, the members of the limited liability company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles. The power to alter, amend or repeal the regulations shall be vested in the members of this Company.

ARTICLE XI - AMENDMENTS

These articles may be amended from time to time by consent of the majority of the Membership Interests, and the Amendment shall be filed, duly signed by a majority of the Membership Interests of the Company, with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
on this 18 day of September, 2001.


KARINE ROUSSEAU, Managing Member

REGISTERED AGENT ACCEPTANCE

I hereby accept appointment to act as the initial registered agent for this Limited
Liability Company,, as stated in the Articles of Organization.

A Vos Marques, LL.C.


ALEXANDER REUS, ESQ.

FILED
2001 OCT 17 PM 2:02
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA