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Asset Protection  
Business and Taxation Planning  
Probate Administration  
Trusts and Estate Planning

TWO DAY UPS

October 29, 2001

Florida Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32399

700004659287-2  
-10/30/01--01059--001  
\*\*\*155.00 \*\*\*155.00

Re: Three E Consulting Group LLC

Dear Sir or Madam:

Enclosed you will find my check in the amount of \$155.00 as payment in full for fees necessary in order to create and certify the above noted Florida Limited Liability Company.

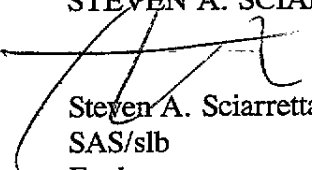
Enclosed is one original and one copy of the Articles of Organization of the Company, along with an original Certificate of Designation of Registered Agent and Affidavit of Membership and Contributions.

Also enclosed is a pre-paid, self addressed UPS envelope for your convenience in returning paperwork to our office.

If we can be of any further assistance to you as regards this matter, please do not hesitate to contact us.

Sincerely,

STEVEN A. SCIARRETTA, P.A.

  
Steven A. Sciarretta  
SAS/slb  
Enclosure

FILED  
2001 OCT 30 AM 10:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**FOR**  
**THREE E CONSULTING GROUP LLC**

**ARTICLE I**

**NAME**

The name of the limited liability company ("Company") is THREE E CONSULTING GROUP LLC.

**ARTICLE II**

**ADDRESS**

The mailing and street address of the Company's principal office is 11232 SW 74<sup>th</sup> Terrace, Miami, Florida 33173.

**ARTICLE III**

**DURATION**

The period of duration for the Company is seventy (70) years or until dissolved pursuant to the Company's regulations; beginning on the date these Articles of Organization are filed by the Florida Department of State.

**ARTICLE IV**

**REGISTERED AGENT AND OFFICE**

The name of Company's initial registered agent in Florida is Steven A. Sciarretta. The address of the Company's registered office in Florida is 2300 Glades Road, Suite 302E, Boca Raton, Florida 33431.

THIS INSTRUMENT PREPARED BY:  
Steven A. Sciarretta, Esq. FBN 542695  
Steven A. Sciarretta, P.A.  
2300 Glades Road, Suite 302E  
Boca Raton, FL 33431  
Tel (561) 368-7978

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TALLAHASSEE, FLORIDA

## **ARTICLE V**

### **MANAGEMENT**

The Company is to be managed by its member, who is identified as follows:

Efrem M. Suarez, an individual whose street address is 11232 SW 74<sup>th</sup> Terrace, Miami, Florida 33173.

## **ARTICLE VI**

### **ADMISSION OF NEW MEMBERS**

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

## **ARTICLE VII**

### **CONTINUATION OF BUSINESS**

The remaining members of the company may not continue the business on 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 Company unless there is unanimous written consent by the remaining members to do so.

## **ARTICLE VIII**

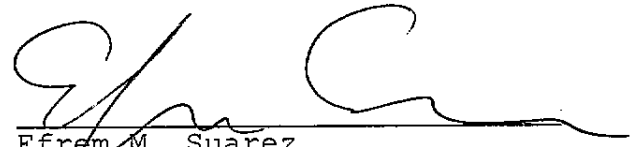
### **ADDITIONAL PROVISIONS**

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managers listed in Article V herein as amended from time to time either in this Articles of Organization, the Regulations or Members Agreement or by unanimous written consent.

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2001 OCT 30 AM 10:00  
DELAWARE CORPORATIONS  
ALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have executed these Articles of  
Organization on this 29th day of October, 2001.

By:

  
Efram M. Suarez  
Managing Member

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2001 OCT 30 AM 10:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

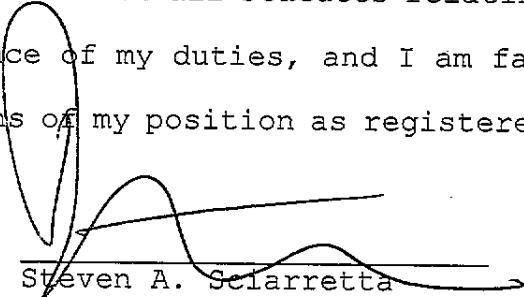
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

The name of the limited liability company is THREE E  
CONSULTING GROUP LLC.

The name and address of the registered agent and office is:  
Steven A. Sciarretta, 2300 Glades Road, Suite 302E, Boca  
Raton, Florida 33431.

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

Dated: October 29, 2001



Steven A. Sciarretta  
2300 Glades Road  
Suite 302E  
Boca Raton, Florida 33431

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2001 OCT 30 AM 10:01  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA