

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

# L020000001229

Maxpell International, LLC

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-01/16/02--01066--016

\*\*\*\*160.00 \*\*\*\*160.00

RECEIVED

02 JAN 16 AM 11:38

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Signature \_\_\_\_\_

Requested by: 32

Name \_\_\_\_\_

Date 1/16/02

Time 11:11

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

\_\_\_\_ Art of Inc. File \_\_\_\_\_

\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_ Foreign Corp. File \_\_\_\_\_

☒ L.C. File \_\_\_\_\_

\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_ Photo Copy \_\_\_\_\_

☒ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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AND  
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JP  
1-16-02

**ARTICLES OF ORGANIZATION**  
**OF**  
**MAXPELL INTERNATIONAL, L.L.C.**

**ARTICLE I**

The name of the Company is: **MAXPELL INTERNATIONAL, L.L.C.**

**ARTICLE II**

The purpose of the Company is to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE III**

The street address of the principal office of the Company and its mailing address is 1107 G-2 Greenpine Boulevard, West Palm Beach, FL 33409.

**ARTICLE IV**

The name of the Company's initial registered agent is **MAXINE A. WILLIAMS** and her street address is 1107 G-2 Greenpine Boulevard, West Palm Beach, FL 33409.

**ARTICLE V**

The duration of the Company is perpetual.

**ARTICLE VI**

Members of the Company have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company.

A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a

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member in the Company, the remaining members shall have the right to continue the business of the Company upon unanimous consent of such remaining members.

#### ARTICLE VII

The Company shall be managed by its members. The names and addresses of the persons who shall serve as Member Managers are as follows:

**MAXINE A. WILLIAMS**  
1107 G-2 Greenpine Blvd.  
West Palm Beach, FL 33409

**PETER HEPPELL**  
401 Executive Center Drive, Apt. H-106  
West Palm Beach, FL 33401

#### ARTICLE VIII

A member acting in his, her, or its capacity as a Manager of the Company shall not be personally liable to the Company or its members for damages for any breach of duty in such capacity as a Manager except for damages resulting from actions or omissions by such Manager, as to which there shall have been a judgment or other final adjudication that establishes that such acts or omissions were in bad faith, involved intentional misconduct or a knowing violation of law, or that the Manager personally gained a financial profit or other advantage to which he, she or it was not legally entitled. This Article shall neither eliminate nor limit the liability of a Manager for any act or omission occurring prior to the adoption of this Article.

IN WITNESS WHEREOF, these Articles Of Organization have been subscribed by the undersigned on the date indicated.

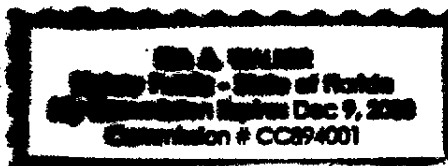
Signed on the 11<sup>th</sup> day of January, 2002

*Maxine A. Williams*  
\_\_\_\_\_  
MAXINE A. WILLIAMS

*Peter Heppell*  
\_\_\_\_\_  
PETER HEPPELL

STATE OF FLORIDA

COUNTY OF PALM BEACH

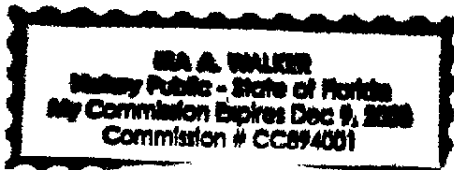


*Max A. Williams*  
2 1-11-02

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The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of January, 2002, by, **MAXINE A. WILLIAMS** and **PETER HEPPELL** who are personally known to me (☒) or who have produced \_\_\_\_\_ as identification and who did take an oath.



(NOTARY SEAL)

KIA A. WALKER  
Signature of Notary Public

KIA A. WALKER  
Printed Name of Notary Public

CC894001

Commission Number, if any

My commission expires:

Exp 12-9-03

**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT**

In compliance with the Florida Limited Liability Company Act, the following is submitted:

**MAXPELL INTERNATIONAL, L.L.C.**, with its principal place of business at 1107 G-2 Greenpine Blvd., West Palm Beach, FL 33409 has named **MAXINE A. WILLIAMS** as its agent to accept service of process within the State of Florida.

Dated the 11<sup>th</sup> day of January, 2002.

Maxine A. Williams  
**MAXINE A. WILLIAMS**

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby 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 as provided for in Chapter 608, F.S.

Maxine A. Williams  
**MAXINE A. WILLIAMS**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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