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ATTORNEYS AT LAW

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March 1, 2002

L-2000005527

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

EFFECTIVE DATE  
2-28-02

Re: C.E.M. Distributors, L.L.C.  
Our File No. 4372-2

Gentlemen:

On behalf of the above-referenced limited liability company, I enclose herewith one (1) original and one (1) copy of the fully executed and notarized Articles of Organization, together with our firm check in the amount of \$155.00.

Please cause the original copy of the Articles of Organization to be filed among the corporate records of the State of Florida. Please return a certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Fee	<u>25.00</u>
TOTAL	\$155.00

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Please note that in accordance with §608.409 Florida Statutes, and Paragraph EIGHTH of the Articles of Organization, the limited liability company's existence will commence February 28, 2002, so long as these Articles are filed with the Secretary of State within five (5) business days of this date.

Thank you for your attention to this matter.

Sincerely,



Charles P. Sacher

CPS/wh

Enclosures

cc: Mr. and Mrs. Giraldo Leyva  
Giraldo Leyva, Jr.

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2002 FEB -5 PM 4:15  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
C.E.M. Distributors, L.L.C.**

The undersigned, desiring to form a Limited Liability Company under and pursuant to §608.405, Florida Statutes, does hereby certify as follows:

FIRST: The name of said limited liability company shall be C.E.M. Distributors, L.L.C.

SECOND: C.E.M. Distributors, L.L.C. shall exist in perpetuity.

THIRD: Copies of the Operating Agreement of C.E.M. Distributors, L.L.C. may be obtained from the Manager at 6950 N.W. 77<sup>th</sup> Ct., Miami, Florida 33166 which is the place in the State of Florida where the principal office of the company is located. The mailing address of C.E.M. Distributors, L.L.C. shall be 6950 N.W. 77<sup>th</sup> Ct., Miami, Florida 33166.

FOURTH: The purposes for which C.E.M. Distributors, L.L.C. is formed are:

A. Engaging in any and all phases of the business of owning, selling and distributing office machines and equipment;

B. Engaging in such other lawful acts or activities for which limited liability companies may be formed under Section 608.405, Florida Statutes.

FIFTH: The maximum number of ownership units which C.E.M. Distributors, L.L.C. is authorized to have outstanding is one hundred thousand (100,000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

SIXTH: That, C.E.M. Distributors, L.L.C. desiring to organize under the laws of the State of Florida as a limited liability company has designated its initial registered office as 2655 LeJeune Road, Suite 1101, Miami-Dade County, Florida, and has named Charles P. Sacher as its initial Registered Agent who is located at such address.

SEVENTH: The name and street address of the Subscribing Member to these Articles of Organization of C.E.M. Distributors, L.L.C. is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles P. Sacher	2655 LeJeune Road, Suite 1101, Coral Gables, FL 33134

EIGHTH: The business of this limited liability company shall be conducted by a Manager who shall be elected by the Members, who shall be elected in accordance with the Operating Agreement.

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2002 MAR 5 PM 4:13  
NOT FOR REGISTRATION  
IN FLORIDA

The name and street address of the initial Manager, who shall hold office for the first year of its existence or until his successor is elected and qualified is as follows:

NAME


ADDRESS

Giraldo Leyva, Jr.

6950 NW 77 Ct., Miami, FL 33166

In accordance with the provisions of §608.409, Florida Statutes, the effective date of existence is specified to be February 28, 2002, so long as these Articles or Organization are filed with the Secretary of State within five (5) business days of this date.

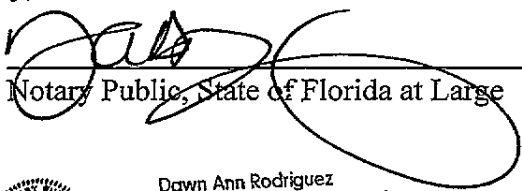
WITNESS my hand and seal this 28<sup>th</sup> day of February, 2002.

 (SEAL)  
Charles P. Sacher

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE         )

BEFORE ME, the undersigned authority, personally appeared Charles P. Sacher, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 28<sup>th</sup> day of February, 2002.

  
Notary Public, State of Florida at Large

My commission expires:



Dawn Ann Rodriguez  
MY COMMISSION # CC990391 EXPIRES  
April 23, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

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2002 MAR -5 PM 4:15  
DORRIS & ASSOCIATES  
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for C.E.M. Distributors, L.L.C. at place designated in SECTION SIXTH of the attached Articles of Organization, I hereby acknowledge that I am familiar with and accept the obligations of that position.

  
Charles P. Sacher, Registered Agent

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA