

APR-16-02 TUE 10:12 AM

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FAX NO. 9545834117

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Division of Corporations

4/16/02 9:31 AM

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From:  
Account Name : FILINGS, INC.  
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**LIMITED LIABILITY COMPANY**

**Handal, Handal and Lama, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	075
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION  
OF  
HANDAL, HANDAL & LAMA, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization for such limited liability company:

ARTICLE I -- NAME

The name of the limited liability company shall be HANDAL, HANDAL & LAMA, LLC

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is: 5503 North Federal Highway, Boca Raton, FL 33487.

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 perpetual.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

ARTHUR G. HANDAL: 5503 North Federal Highway,  
Boca Raton, FL 33487.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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#### ARTICLE V -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

#### ARTICLE VI -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VII -- MEMBERS

This limited liability company has three (3) members whose names and addresses are as follows:

ARTHUR G. HANDAL:	5503 North Federal Highway, Boca Raton, FL 33487
EDGAR G. HANDAL:	5503 North Federal Highway, Boca Raton, FL 33487
MICHEL LAMA:	255 E. Illinois Road, Lake Forest, IL 60045.

No Additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

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ARTICLE VIII  
MEMBERS' RIGHT TO CONTINUE BUSINESS

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 a majority vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members 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 Managing Member of the company is:

ARTHUR G. HANDAL: 5503 North Federal Highway, Boca  
Raton, FL 33487

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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Palm Beach County, Florida, on this 15th day of April, 2002.

ORGANIZER

ARTHUR G. HANBAL

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

Under the provisions of 608 Florida Statutes, HANDAL, HANDAL & LAMA, LLC., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is:  
HANDAL, HANDAL & LAMA, LLC.
2. The name and street address of the registered agent in Florida is:

ARTHUR G. HANDAL: 5503 North Federal  
Highway, Boca Raton, FL  
33487

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of HANDAL, HANDAL & LAMA, LLC., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
ARTHUR G. HANDAL  
Registered Agent

Dated: April 15, 2002

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