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HEWITT & SMILEY

CLOCKTOWER PROFESSIONAL BUILDING • SUITE 208
10625 NORTH MILITARY TRAIL
PALM BEACH GARDENS, FLORIDA 33410-6552

JOHN W. HEWITT RUSSELL M. SMILEY

TELEPHONE (561) 622 - 4118 FACSIMILE (561) 624 - 5469

May 13, 2002

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

300005558353--5 -05/17/02--01073--006 *****155.00 *****155.00

Re:

Moolah, LLC

Gentlemen:

I have enclosed our check payable to the Florida Department of State in the amount of \$155.00 and the Articles of Organization of Moolah, LLC and the Certificate of Designation of Registered Agent/Registered Office.

This check pays for the following:

Filing Fee \$125.00 FF STATE

Certified Copy 30.00

101AL \$155.00

Please send me a certified copy of the Articles of Organization. Thank you.

Sincerely,

John W. Hewitt

Enclosures

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ARTICLES OF ORGANIZATION OF MOOLAH, LLC

The undersigned, being authorized to execute and file these Articles of Organization, hereby certify that:

ARTICLE I - NAME

The name of the Limited Liability Company is Moolah, LLC.

ARTICLE II - ADDRESS

The mailing address of the Limited Liability Company is 2055 E. Santa Fe, Olathe, KS 66062. The street address of the principal office of the Limited Liability Company is 2055 E. Santa Fe, Olathe, KS 66062.

ARTICLE III - DURATION

The duration of this Limited Liability Company shall be perpetual, or until it is dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of this Limited Liability Company is 7405 Orangewood Lane, Boca Raton, FL 33433. The name of the initial registered agent of the Limited Liability Company at that address is: Edward Brill.

ARTICLE V - INITIAL MEMBERS

The initial members of this Limited Liability Company are:

Robert Katz Mark Goldenberg.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

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

ARTICLE VII - MEMBERSHIP RESTRICTIONS

A member's interest in the Limited Liability Company may not be transferred without the unanimous written consent of the members, unless otherwise authorized in the regulations adopted by the members.

ARTICLE VIII - MEMBERS' RIGHTS TO CONTINUE 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 Limited Liability Company, the remaining members shall have the right to continue the business by unanimous consent of the remaining members.

ARTICLE IX - MANAGEMENT

The Limited Liability Company shall be a member-managed company.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this __o³ __ day of May, 2002.

Robert Katz

Mark/Goldenberg

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

- 1. The name of the limited liability company is Moolah, LLC.
- 2. The name of the registered agent for Moolah, LLC is Edward Brill, and the street address of the registered office of the company where the agent is located is 7405 Orangewood Lane, Boca Raton, FL 33433.

Having been named as the registered agent and to accept service of process for Moolah, LLC at the place designated above 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.

Signed on May 10, 2002.

Edward Brill

The foregoing instrument was acknowledged before me on May <u>10</u>, 2002, by Edward Brill, agent on behalf of Moolah, LLC, a limited liability company. He is personally known to me, or □ has produced a Florida Driver License as identification.

Notary Public, State of Florida

OFFICIAL NOTARY SCAL

DAME SEPLIMOD

NOTARY FUBLIC STATE OF FLORIDA

COMMESSION NO. COSTABO

MY COMMISSION FOR A POPULARY AND A POPULARY FUBLIC STATE OF FLORIDA

MY COMMISSION FOR A POPULARY AND A POPULARY FUBLIC STATE OF THE POPULARY FUBLIC STATE