



LO2000013606

ACCOUNT NO. : 072100000032

REFERENCE : 586318 6519A

AUTHORIZATION :

COST LIMIT : \$ 155.00

Patricia Pigato

ORDER DATE : May 17, 2002

ORDER TIME : 3:26 PM

ORDER NO. : 586318-005

CUSTOMER NO: 6519A

CUSTOMER: Alexander C. Mackinnon, Esq
Smith Mackinnon Greeley
Bowdoin Edwards Brownlee &
Suite 800 - Citrus Center
255 South Orange Avenue
Orlando, FL 32802

300005558703--1

DOMESTIC FILING

NAME: GOLDSTAR EQUITIES, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

02 MAY 17 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

LO2-13606
De

02 MAY 17 PM 4:30
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 20, 2002

CSC

SUBJECT: GOLDSTAR EQUITIES, LLC
Ref. Number: W02000014537

RESUBMIT

Please give original
submission date as file date

We have received your document for GOLDSTAR EQUITIES, LLC and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 602A00032139

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02 JUN - 4 AM 11:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
02 MAY 17 PM 08:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
GOLDSTAR EQUITIES, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be GOLDSTAR EQUITIES, LLC and its principal place of business shall be located at 6675 Westwood Blvd., Suite 100, Orlando, FL 32821. The mailing address shall be: 6675 Westwood Blvd., Suite 100, Orlando, FL 32821.

**ARTICLE II
COMMENCEMENT OF EXISTENCE**

This Company shall exist for a period of thirty (30) years commencing on the date of filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved according to law.

**ARTICLE III
GENERAL PURPOSE; GENERAL POWERS**

The general purpose of this Company shall be the transaction of any and all lawful business. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

**ARTICLE IV
CONTRIBUTIONS TO CAPITAL**

The initial capital of the Company shall be Five Hundred and no/100 Dollars (\$500.00), which shall be contributed by the members in accordance with their initial ownership interests in the Company, which are as follows:

Member

Ownership Interest

Arvind Patel

100%

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TALLAHASSEE, FLORIDA

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No Member shall be entitled to receive interest in its or his contributions to capital. Each Member's contribution to capital shall be in cash or property as agreed upon by the Members. Additional contributions to capital by the Members may be required pursuant to acts of the Board of Managers.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be located at 6675 Westwood Blvd., Suite 100, Orlando, FL 32821, and the initial Registered Agent of this Company at that address shall be Arvind Patel. The Company may change its Registered Agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

ARTICLE VI
MANAGEMENT / INITIAL BOARD OF MANAGERS

The management or conduct of the business and affairs of the Company shall be vested in a Board of Managers as provided in the Operating Agreement of the Company. This Company shall have one (1) Manager initially. The number of Managers may be either increased or diminished from time to time by the Operating Agreement of the Company. The name and street address of the initial Manager of this Company, who shall serve as Manager until the first annual meeting of the Members or until their successors are elected and qualify, is:

Arvind Patel
6675 Westwood Blvd., Suite 100
Orlando, FL 32821

ARTICLE VII
REGULATIONS

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Board of Managers.

ARTICLES VIII
ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as determined by a majority in interest of the Members.

ARTICLE IX
DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION
OR DISSOLUTION OF MEMBER

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining Members shall continue the business of the Company pursuant to the applicable provisions of law, these Articles of Organization and the Operating Agreement.

ARTICLE X
AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the Members is subject to this reservation.

ARTICLE XI
HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

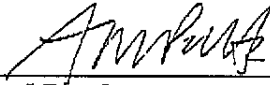
ARTICLE XII
MANAGER-MANAGED

That GOLDSTAR EQUITIES, LLC is a manager-managed company; that the name and address of the managing member is:

Arvind Patel
6675 Westwood Blvd., Suite 100
Orlando, FL 32821


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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned does make and file these Articles of Organization declaring and certifying that the facts stated herein are true and correct, and does hereby subscribe thereto and hereunto set his hand and seal this 8th day of May, 2002.


Arvind Patel

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 8th day of May, 2002, by **Arvind Patel**, and who is [X] personally known to me or [] produced the following identification: _____, and who did not take an oath.

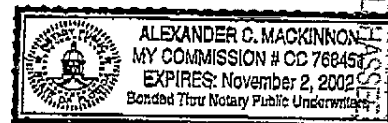

Notary Public

Alexander C. Mackinnon

Printed Name

My Commission Expires

Serial Number



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TALLAHASSEE
FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections ~~608.41~~ 608.41, Florida Statutes, the following is submitted:

GOLDSTAR EQUITIES, LLC (the "Limited Liability Company") desiring to organize as a limited liability company or qualify under the laws of the State of Florida has named and designated Arvind Patel as its Registered Agent to accept service of process within the State of Florida with its registered office located at 6675 Westwood Blvd., Suite 100, Orlando, FL 32821.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Limited Liability Company at the place designated in this Certificate, I hereby agree to act in this capacity, and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 608.41 and all other statutes, all as the same may apply to the Limited Liability Company, relating to the proper and complete performance of my duties as Registered Agent.

Dated this 5th day of May, 2002.



Arvind Patel, Registered Agent

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TALLAHASSEE, FLORIDA