

**L02000019796**

THE SOLOMON TROPP LAW GROUP, P.A.

400 NORTH ASHLEY PLAZA • SUITE 3000  
TAMPA, FLORIDA 33602-4331

TELEPHONE: (813) 225-1818

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July 31, 2002

Via Federal Express Airbill  
No. 8287 2130 7093

Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

900006858689--1  
-08/01/02--01057--013  
\*\*\*\*125.00 \*\*\*\*125.00

Re: Articles of Organization of SGM Futures, L.L.C.

Dear Sir/Madam:


Enclosed for filing is an original and one copy of the properly executed Articles of Organization of SGM Futures, L.L.C. and Acceptance of Registered Agent. Also enclosed is our firm's check in the amount of \$125.00, made payable to the Florida Department of State for the filing fees. The effective date of SGM Futures, L.L.C. is July 15, 2002.

Please return the "Filed" copies of the Articles of Organization and Acceptance of Registered Agent to us in the enclosed Federal Express envelope with airbill.

If you have any questions, please call.

Sincerely yours,

**THE SOLOMON TROPP LAW GROUP, P.A.**

By:   
Yiyi Lam, Legal Assistant

YYL/y  
Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
SGM FUTURES, L.L.C.**

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.

**ARTICLE I – NAME**

The name of the limited liability company shall be SGM Futures, L.L.C. (the "Company").

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the Company shall be 3319 Diamond Knot Circle, Tampa, Florida 33607.

**ARTICLE III – DURATION**

The Company shall commence its existence on July 25, 2002. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or the members of the Company shall consent to continue the Company.

**ARTICLE IV – REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Sean G. McLaughlin, 3319 Diamond Knot Circle, Tampa, Florida 33607.

**ARTICLE V – CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

**ARTICLE VI - ADMISSIONS OF NEW MEMBERS**

Additional members may be admitted to the Company as set forth in the regulations of the Company.. A member may transfer his or her interest in the Company as set forth in the regulations of the Company.

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TALLAHASSEE, FLORIDA

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## ARTICLE VIII – TERMINATION OF EXISTENCE

The Company shall not be dissolved on the death, bankruptcy or dissolution of a member, 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 the consent of the holders of a majority of membership units in the Company.

## 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 names and address of the members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
Underground Trade, Inc.	3319 Diamond Knot Circle Tampa, Florida 33607

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tampa, Hillsborough County, Florida, on this 30<sup>th</sup> day of July, 2002.

UNDERGROUND TRADE, INC.

By: [Signature]  
Sean G McLaughlin, its president

STATE OF FLORIDA                    )  
  )  
COUNTY OF HILLSBOROUGH        )

THE FOREGOING INSTRUMENT was acknowledged before me this 30 day of July, 2002 by Sean G. McLaughlin as president of Underground trade, Inc. who is personally known to me or who has presented A Florida Drivers License as identification.

[Signature]  
Notary Public



**EXHIBIT "A"**

Member's Name and Address	Contribution	Number of Units
Underground Trade, Inc. 3319 Diamond Knot Circle Tampa, Florida 33607	\$1,000 cash	1 Units

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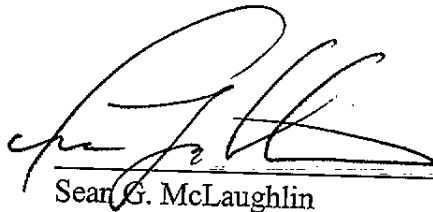
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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of SGM Futures, L.L.C., 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.

Dated: July 30, 2002.



Sean G. McLaughlin  
3319 Diamond Knot Circle  
Tampa, Florida 33607

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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